

VSE CORP

Form 4

August 07, 2007

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
ROSS JIMMY D

(Last) (First) (Middle)

**VSE CORPORATION, 2550
HUNTINGTON AVENUE**

(Street)

ALEXANDRIA, VA 22303-1499

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
VSE CORP [VSEC]

3. Date of Earliest Transaction
(Month/Day/Year)
08/03/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock, par value \$.05 per share	08/03/2007		M		1,500	A \$ 5.37	19,260 ⁽¹⁾ D
Common Stock, par value \$.05 per share	08/03/2007		M		1,500	A \$ 6.41	20,760 D
Common Stock, par value \$.05 per share	08/03/2007		M		1,500	A \$ 12.585	22,260 D

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Common Stock, par value \$.05 per share	08/03/2007	S	1,610	D	\$ 52.1	20,650	D
Common Stock, par value \$.05 per share	08/03/2007	S	2,890	D	\$ 51.07	17,760	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. F Der Sec (In
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 5.37	08/03/2007		M	1,500	<u>(2)</u>	12/31/2007	Common Stock, par value \$.05 per share	1,500
Stock Option (right to buy)	\$ 6.41	08/03/2007		M	1,500	<u>(3)</u>	12/31/2008	Common Stock, par value \$.05 per share	1,500
Stock Option (right to buy)	\$ 12.585	08/03/2007		M	1,500	<u>(4)</u>	12/31/2009	Common Stock, par value \$.05 per share	1,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROSS JIMMY D VSE CORPORATION 2550 HUNTINGTON AVENUE ALEXANDRIA, VA 22303-1499		X		

Signatures

Jimmy D. Ross 08/06/2007

Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Amounts reported in Table I and Table II have been adjusted for the two-for-one stock split on June 11, 2007.
- (2) The option became exercisable in four equal annual installments commencing on the grant date (01/01/2003).
- (3) The option became exercisable in four equal annual installments commencing on the grant date (01/01/2004).
- (4) The option became exercisable in four equal annual installments commencing on the grant date (01/01/2005).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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