

ROGERS CORP
Form 3
May 12, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â MITCHELL WILLIAM | | (Month/Day/Year) | ROGERS CORP [ROG] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 50 MARCUS DRIVE | | | | |
| (Street) | | | (Check all applicable) | |
| MELVILLE,Â NYÂ 11747 | | | <input checked="" type="checkbox"/> Director | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input type="checkbox"/> 10% Owner | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | (give title below) | (specify below) |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Capital (Common) Stock | 604 | D <u>(1)</u> | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|-----------------------------|----------------------------|------------|------------------------|--------|----------|-------------------|---|
| Stock Option (Right to Buy) | 06/15/2004 ⁽²⁾ | 06/15/2014 | Capital (Common) Stock | 2,250 | \$ 63.5 | D | Â |
| Phantom Stock Units | 06/15/2004 ⁽³⁾ | 01/15/2010 | Capital (Common) Stock | 125 | \$ 0 | D | Â |
| Stock Option (Right to Buy) | 12/15/2004 ⁽⁴⁾ | 12/15/2014 | Capital (Common) Stock | 2,250 | \$ 46.45 | D | Â |
| Phantom Stock Units | 12/15/2004 ⁽⁵⁾ | 01/15/2012 | Capital (Common) Stock | 323 | \$ 0 | D | Â |
| Phantom Stock Units | 06/27/2005 ⁽⁶⁾ | 01/15/2012 | Capital (Common) Stock | 351 | \$ 0 | D | Â |
| Stock Option (Right to Buy) | 12/16/2005 ⁽⁷⁾ | 12/16/2015 | Capital (Common) Stock | 2,250 | \$ 40.8 | D | Â |
| Phantom Stock Units | 12/16/2005 ⁽⁸⁾ | 01/15/2014 | Capital (Common) Stock | 307 | \$ 0 | D | Â |
| Stock Option (Right to Buy) | 06/15/2006 ⁽⁹⁾ | 06/15/2016 | Capital (Common) Stock | 2,250 | \$ 52 | D | Â |
| Phantom Stock Units | 06/15/2006 ⁽¹⁰⁾ | 01/15/2010 | Capital (Common) Stock | 176 | \$ 0 | D | Â |
| Stock Option (Right to Buy) | 12/15/2006 ⁽¹¹⁾ | 12/15/2016 | Capital (Common) Stock | 2,250 | \$ 63.87 | D | Â |
| Phantom Stock Units | 12/15/2006 ⁽¹²⁾ | 01/15/2012 | Capital (Common) Stock | 274 | \$ 0 | D | Â |
| Stock Option (Right to Buy) | 04/26/2007 ⁽¹³⁾ | 04/26/2017 | Capital (Common) Stock | 1,443 | \$ 46.87 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| | | | | |

MITCHELL WILLIAM
 50 MARCUS DRIVE
 MELVILLE, NY 11747

Â X Â Â Â

Signatures

Alice R. Tetreault as Power of
 Attorney

05/12/2008

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Mr. Mitchell served on the Rogers Board of Directors from 1994 to the April 26, 2007 Annual Meeting of Shareholders, when he chose not to stand for re-election because of other business commitments. He was re-elected to the Rogers Board of Directors at the May 9, 2008 Annual Meeting of Shareholders.

(2) This Non-Qualified Stock Option was granted pursuant to the 1998 Stock Incentive Plan and is immediately exercisable as of the grant date.

(3) The Phantom Stock Units convert to Common Stock on a one-for-one basis. The Phantom Stock Units are accrued under the Rogers Corporation Voluntary Deferred Compensation Plan for Non-Employee Directors and will be settled in shares of Rogers Corporation Capital (Common) Stock issued under the Rogers Corporation 1998 Stock Incentive Plan and pursuant to the reporting person's deferral election. The 125 shares are the balance that remain from a grant of Phantom Stock Units initially made on June 15, 2004, as to which 112 shares have already been issued. Of these 125 shares, 112 will be issued on January 15, 2009 and 13 will be issued on January 15, 2010.

(4) This Non-Qualified Stock Option was granted pursuant to the 1998 Stock Incentive Plan and is immediately exercisable as of the grant date.

(5) The Phantom Stock Units convert to Common Stock on a one-for-one basis. The Phantom Stock Units are accrued under the Rogers Corporation Voluntary Deferred Compensation Plan for Non-Employee Directors and will be settled in shares of Rogers Corporation Capital (Common) Stock issued under the Rogers Corporation 1998 Stock Incentive Plan and pursuant to the reporting person's deferral election.

(6) The Phantom Stock Units convert to Common Stock on a one-for-one basis. The Phantom Stock Units are accrued under the Rogers Corporation Voluntary Deferred Compensation Plan for Non-Employee Directors and will be settled in shares of Rogers Corporation Capital (Common) Stock issued under the Rogers Corporation 2005 Equity Compensation Plan and pursuant to the reporting person's deferral election.

(7) This Non-Qualified Stock Option was granted pursuant to the 2005 Equity Compensation Plan and is immediately exercisable as of the grant date.

(8) The Phantom Stock Units convert to Common Stock on a one-for-one basis. The Phantom Stock Units are accrued under the Rogers Corporation Voluntary Deferred Compensation Plan for Non-Employee Directors and will be settled in shares of Rogers Corporation Capital (Common) Stock issued under the Rogers Corporation 2005 Equity Compensation Plan and pursuant to the reporting person's deferral election.

(9) This Non-Qualified Stock Option was granted pursuant to the 2005 Equity Compensation Plan and is immediately exercisable as of the grant date.

(10) The Phantom Stock Units convert to Common Stock on a one-for-one basis. The Phantom Stock Units are accrued under the Rogers Corporation Voluntary Deferred Compensation Plan for Non-Employee Directors and will be settled in shares of Rogers Corporation Capital (Common) Stock issued under the Rogers Corporation 2005 Equity Compensation Plan and pursuant to the reporting person's deferral election. The 176 shares are the balance that remain from a grant of Phantom Stock Units initially made on June 15, 2006, as to which 113 shares have already been issued. Of these 176 shares, 113 will be issued on January 15, 2009 and 63 will be issued on January 15, 2010.

(11) This Non-Qualified Stock Option was granted pursuant to the 2005 Equity Compensation Plan and is immediately exercisable as of the grant date.

(12) The Phantom Stock Units convert to Common Stock on a one-for-one basis. The Phantom Stock Units are accrued under the Rogers Corporation Voluntary Deferred Compensation Plan for Non-Employee Directors and will be settled in shares of Rogers Corporation Capital (Common) Stock issued under the Rogers Corporation 2005 Equity Compensation Plan and pursuant to the reporting person's

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deferral election.

- (13) This Non-Qualified Stock Option was granted pursuant to the 2005 Equity Compensation Plan and is immediately exercisable as of the grant date.

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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