Edgar Filing: HALBROOK JOHN A - Form 4

Annary 15, 2010 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION UNITED STATES SECURITIES SECURITIES Subject to Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction 1(b). (Print or Type Response) 1. Name and Address of Reporting Person 1(b). (Print or Type Response) 1. Name and Address of Reporting Person 1(b). (Print or Type Response) 1. Name and Address of Reporting Person 1(b). (Print or Type Response) 1. Name and Address of Reporting Person 1(b). (Print or Type Response) 1. Name and Address of Reporting Person 1(b). (Print or Type Response) 1. Name and Address of Reporting Person 1(b). (Print or Type Response) 1. Name and Address of Reporting Person 1(b). (Print or Type Response) 1. Name and Address of Reporting Person 1(c) (Iast) (First) (Middle) (Iast) (Iast) (First) (Middle) (Iast) (HALBROOK .	JOHN A											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB APPROVAL Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES OMB MPROVAL Washington, D.C. 20549 OMB Number: 3005 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction State of the Public Utility Holding Company Act of 1935 or Section 10(b). State of the Public Utility Holding Company Act of 1935 or Section 10(b). State of the Public Utility Holding Company Act of 1935 or Section 10(b). State of the Public Utility Holding Company Act of 1935 or Section 10(b). State of the Public Utility Holding Company Act of 1935 or Section 10(b). (Print or Type Responses) 1. Stater Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer State of Earliest Transaction (Month/Day/Year) Officer (give tile Delow) 10% Owner (Month/Day/Year) 1000 E. DRAKE ROAD 01/13/2010 6. Individual or Joint/Group Filing(Check Applicable Line) -X. Form filed by One Reporting Person Person -X. Director (Month/Day/Year) -X. Director (Month/Day/Year) -X. Form filed by One Reporting Person -X. F	Form 4												
Image: Check this box if no longer subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES MMB Number: 3235-0287 Number: 3205-0287 Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 30(h) of the Public Utility Holding Company Act of 1935 or Section 1(b). Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 S. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person* 2. Issuer Name and Ticker or Trading Symbol S. Relationship of Reporting Person(s) to Issuer S. Relationship of Reporting Person(s) to Issuer (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) -X_Director below) Image:	January 15, 20	10											
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Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Ownership Indirect	Security	(Month/Day/Year)	Execution Date, if		Transaction(A) or Disposed of					0. Ownership	Indirect		
(Instr. 3) any Code (D) Beneficially Form: Direct Beneficial	•			,		· /			Beneficially	•	Beneficial		
(Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned (D) or Ownership			(Month/D	Day/Year)	(Instr. 8)						-		
Following Indirect (I) (Instr. 4) Reported (Instr. 4)											(Instr. 4)		
(A) Transaction(s)										(11150.4)			
Code V Amount (D) Price (Instr. 3 and 4)					Codo V	Amount		Drigo					
Woodward	Woodward				Code v	Amount	(D)	Price					
Governor													
Company $01/13/2010$ M $15,880$ (1) $1.378.812$ D		01/13/2010			М		А	(1)	1 378 812	D			
$\begin{array}{c} \text{Company} & 01/15/2010 \\ \text{Common} & \begin{array}{c} \text{(1)} \\ \end{array} & \begin{array}{c} \text{A} & \begin{array}{c} \text{U} \\ \end{array} & 1,5/8,812 \\ \end{array} & \begin{array}{c} \text{D} \\ \end{array} \end{array}$	· ·	01/10/2010			1.1	(1)		-	1,070,012	-			
Stock													

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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. Transactio Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration I (Month/Day	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	<u>(2)</u>	01/13/2010		M <u>(3)</u>	15,88) (2)	01/13/2010	Common Stock	15,880	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
HALBROOK JOHN A 1000 E. DRAKE ROAD FORT COLLINS, CO 80525	Х						
Signatures							
Shannan M. Sullivan by Power	r of						
Attorney		01/1	5/2010				
**Signature of Reporting Person			Date				
Evalenation of Deenenees							

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) The reporting person received shares of Woodward Governor Company common stock in settlement of an equal number of shares of phantom stock held pursuant to the Woodward Executive Benefit Plan (the "Plan") in accordance with Rule 16b-3.

The reporting person participates in the Plan. Each phantom stock unit accrued under the Plan entitled the reporting person to receive on January 13, 2010, one share of Woodward Governor Company common stock, less shares not distributed to the reporting person to cover

- (2) tax liabilities. The total number of phantom stock units represents the account balance in dollars divided by the share price of Woodward Governor Company common stock on January 13, 2010, less the shares not distributed. The total number of phantom stock units also includes shares acquired under Woodward Governor Company's Dividend Reinvestment Plan.
- (3) Phantom stock units disposed of incident to the settlement of a distribution from the Plan in accordance with Rule 16b-3.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.