

ROGERS CORP
Form 4
April 12, 2005

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
BOOMER WALTER E

(Last) (First) (Middle)

65 HAMLET HILL ROAD

(Street)

POMFRET CENTER, CT 06259

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ROGERS CORP [ROG]

3. Date of Earliest Transaction
(Month/Day/Year)
04/08/2005

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 Ownership Indirect Beneficial Ownership (Instr. 4)
Capital (Common) Stock	04/08/2005		M	6,908	A	\$ 27.69 (1)	51,220.227 D
Capital (Common) Stock	04/08/2005		M	562	A	\$ 0 (2)	51,782.227 D
Capital (Common) Stock	04/08/2005		M	1,596	A	\$ 0 (3) (4)	53,378.227 D

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.

SEC 1474
(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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units	\$ 0 ⁽¹⁾	04/08/2005		M		6,908		04/08/2005	04/08/2005	Capital (Common) Stock	6,908
Phantom Stock Units	\$ 0 ⁽²⁾	04/08/2005		M		562		04/08/2005	04/08/2005	Capital (Common) Stock	562
Phantom Stock Units	\$ 0 ⁽³⁾	04/08/2005		M		1,596		04/08/2005	04/08/2005	Capital (Common) Stock	1,596

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOOMER WALTER E 65 HAMLET HILL ROAD POMFRET CENTER, CT 06259			X	

Signatures

Eileen D. Kania as Power of
Attorney
Date
04/12/2005

__Signature of Reporting Person

Date

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).

Edgar Filing: ROGERS CORP - Form 4

- (1) The Phantom Stock Units were accrued under the Rogers Corporation Voluntary Deferred Compensation Plan for Key Employees and are being settled in shares of Rogers Corporation Capital (Common) Stock pursuant to the reporting person's deferral election. The Phantom Stock Units convert to common stock on a one-for-one basis.

- (2) The Phantom Stock Units were accrued on various dates during 2000 at prices ranging from \$27.69 to \$41.00 per unit under the Rogers Corporation Voluntary Deferred Compensation Plan for Key Employees and are being settled in shares of Rogers Corporation Capital (Common) Stock pursuant to the reporting person's deferral election. The Phantom Stock Units convert to common stock on a one-for-one basis.

- (3) The Phantom Stock Units were accrued on various dates during 2001 at prices ranging from \$25.46 to \$34.75 per unit under the Rogers Corporation Voluntary Deferred Compensation Plan for Key Employees and are being settled in shares of Rogers Corporation Capital (Common) Stock pursuant to the reporting person's deferral election. The Phantom Stock Units convert to common stock on a one-for-one basis.

- (4) Mr. Boomer also indirectly owns 4,910.63941 shares of Rogers Corporation Capital (Common) Stock through the Company's 401(k) plan.

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.