

GRAFTECH INTERNATIONAL LTD

Form 4

June 02, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BARNARD PETRUS J**

2. Issuer Name and Ticker or Trading Symbol  
**GRAFTECH INTERNATIONAL LTD [GTI]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
**05/13/2005**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**President, Graphite Electrodes**

**GRAFTECH INTERNATIONAL LTD., 1521 CONCORD PIKE, SUITE 301**

(Street)

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

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

**WILMINGTON, DE 19803**

(City) (State) (Zip)

**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 (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	05/13/2005		J	V 189 A \$ 3.09	380	I	By Savings Plan. <u>(1)</u>
Common Stock	05/31/2005		J	V 138 A \$ 4.22	518	I	By Savings Plan. <u>(2)</u>

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

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SEC 1474 (9-02)

displays a currently valid OMB control number.

**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. P	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Time options (right to buy)	\$ 5.46					04/01/2007	04/01/2015	Common Stock	100,000
Time options (right to buy)	\$ 35					<u>(3)</u>	02/28/2006	Common Stock	5,000
Time options (right to buy)	\$ 17.06					<u>(4)</u>	09/29/2008	Common Stock	66,000
Time options (right to buy)	\$ 8.56					12/15/2002	12/10/2010	Common Stock	60,000
Time options (right to buy)	\$ 6.56					<u>(5)</u>	12/31/2008	Common Stock	100,000
Time options (right to buy)	\$ 8.85					09/25/2003	09/25/2011	Common Stock	45,000

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

BARNARD PETRUS J  
GRAFTECH INTERNATIONAL LTD.  
1521 CONCORD PIKE, SUITE 301  
WILMINGTON, DE 19803

President, Graphite Electrodes

## Signatures

/s/Edward J. Yocum, Jr., Attorney-in-Fact for Petrus J.  
Barnard

06/02/2005

\_\_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).

Represents the number of units attributable to the reporting person's participating through Company matching contributions in the

(1) Company Stock Fund option of the UCAR Carbon Savings Plan. The 189 units reported in this transaction correspond to 182 shares of Common Stock at price of \$3.21.

Represents the number of units attributable to the reporting person's participating through Company matching contributions in the

(2) Company Stock Fund option of the UCAR Carbon Savings Plan. The 138 units reported in this transaction correspond to 133 shares of Common Stock at price of \$4.40.

(3) 2,500 of such options became exercisable on each of May 2, 1996 and August 28, 1997.

(4) Of such options, 22,000 vested on each of: May 21, 1999, July 14, 1999 and September 29, 1999.

(5) One-third of these options become exercisable on March 1, 2006. The remainder becomes exercisable on July 31, 2008.

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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