

FOATE DEAN A
Form 4
February 03, 2009

FORM 4

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

OMB APPROVAL

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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 *
FOATE DEAN A

(Last) (First) (Middle)
55 JEWELERS PARK DRIVE
(Street)

NEENAH, WI 54956

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PLEXUS CORP [PLXS]

3. Date of Earliest Transaction
(Month/Day/Year)
02/02/2009

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)
President and CEO

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 (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--------------------------------------|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock, \$.01 par value | | | | | 53,430 | D | |
| Common Stock, \$.01 par value | | | | | 2,000 | I | Adult child's account ⁽¹⁾ |
| Common Stock, \$.01 par value | | | | | 23,542 | I | 401(k) ⁽²⁾ |
| Common Stock, \$.01 par value | | | | | 8,140 | D ⁽³⁾ | |

par value

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 Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|-------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number of Shares |
| Option to buy | \$ 35.5469 | | | | | (4) 04/24/2010 | 04/24/2010 | Common Stock | 20,000 |
| Option to buy | \$ 23.55 | | | | | (4) 04/06/2011 | 04/06/2011 | Common Stock | 30,000 |
| Option to buy | \$ 25.285 | | | | | (4) 04/22/2012 | 04/22/2012 | Common Stock | 100,000 |
| Option to buy | \$ 8.975 | | | | | (4) 01/30/2013 | 01/30/2013 | Common Stock | 75,000 |
| Option to buy | \$ 14.015 | | | | | (4) 08/14/2013 | 08/14/2013 | Common Stock | 45,000 |
| Option to buy | \$ 15.825 | | | | | (4) 04/28/2014 | 04/28/2014 | Common Stock | 75,000 |
| Option to buy | \$ 12.94 | | | | | (4) 05/18/2015 | 05/18/2015 | Common Stock | 100,000 |
| Option to buy | \$ 42.515 | | | | | 05/17/2007 ⁽⁵⁾ | 05/17/2016 | Common Stock | 100,000 |
| Option to buy | \$ 21.41 | | | | | 05/17/2008 ⁽⁶⁾ | 05/17/2017 | Common Stock | 37,500 |
| Option to buy | \$ 23.83 | | | | | 08/01/2008 ⁽⁶⁾ | 08/01/2017 | Common Stock | 37,500 |
| Option to buy | \$ 30.54 | | | | | 11/05/2008 ⁽⁶⁾ | 11/05/2017 | Common Stock | 18,750 |
| Option to buy | \$ 22.17 | | | | | 01/28/2009 ⁽⁶⁾ | 01/28/2018 | Common Stock | 18,750 |

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| | | | | | | | | | |
|------------------------|-----------|------------|--|---|--------|---------------------------|------------|--------------|------|
| Option to buy | \$ 24.21 | | | | | 04/28/2009 ⁽⁷⁾ | 04/28/2018 | Common Stock | 18,7 |
| Option to buy | \$ 29.71 | | | | | 07/29/2009 ⁽⁷⁾ | 04/29/2018 | Common Stock | 18,7 |
| Option to buy | \$ 18.085 | | | | | 10/31/2009 ⁽⁷⁾ | 10/31/2018 | Common Stock | 20,3 |
| Option to buy | \$ 14.625 | 02/02/2009 | | A | 20,500 | 02/02/2010 ⁽⁷⁾ | 02/02/2019 | Common Stock | 20,5 |
| Restricted Stock Units | (8) | | | | | (9) | (9) | Common Stock | 21,3 |
| Restricted Stock Units | (10) | | | | | (11) | (11) | Common Stock | 20,3 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| FOATE DEAN A 55 JEWELERS PARK DRIVE NEENAH, WI 54956 | X | | President and CEO | |

Signatures

Dean A. Foate, by Angelo M. Ninivaggi,
Attorney-in-Fact

02/03/2009

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).
- (1) Held in an account for Mr. Foate's adult child who resides in his household.
- (2) Shares of Plexus Corp. common stock held in the Plexus Corp. 401(k) Savings Plan as of the last date of a statement from the Plan's trustee.
- (3) Shares of Plexus Corp. common stock held in the Plexus Corp. Employee Stock Purchase Plan as of the last date of a statement from the Plan's Trustee.
- (4) Options granted under the Plexus Corp. 2005 Equity Incentive Plan, or a predecessor plan, which qualify under Rule 16b-3; now fully vested.
- (5) Options granted under the Plexus Corp. 2005 Equity Incentive Plan, which qualifies under Rule 16b-3; one third vest each year, commencing on the first anniversary of grant.
- (6) Options granted under the Plexus Corp. 2005 Equity Incentive Plan, which qualifies under Rule 16b-3; one half vest each year, commencing on the first anniversary of grant.
- (7) Options granted under the Plexus Corp. 2008 Long-Term Incentive Plan, which qualifies under Rule 16b-3; one half vest each year, commencing on the first anniversary of grant.

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- (8) Each Restricted Stock Unit granted under the Plexus Corp. 2005 Equity Incentive Plan, which qualifies under Rule 16b-3, represents a contingent right to receive one share of Plexus Corp. Common Stock.
- (9) The Restricted Stock Units vest on November 5, 2010.
- (10) Each Restricted Stock Unit granted under the Plexus Corp. 2008 Long-Term Incentive Plan, which qualifies under Rule 16b-3, represents a contingent right to receive one share of Plexus Corp. Common Stock.
- (11) The Restricted Stock Units vest on October 31, 2011.

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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