

LSI INDUSTRIES INC

Form 4

August 26, 2008

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 *
KREIDER GARY P

 2. Issuer Name **and** Ticker or Trading Symbol
LSI INDUSTRIES INC [LYTS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

1356-1 US 52

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

08/22/2008

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

(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

NEW RICHMOND, OH 45157

(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 Indirect Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Shares					3,174	D	
Common Shares					5,000	I	By 401(k) Plan

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

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 SEC 1474
 (9-02)

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

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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. Filing Date of Derivative Security (Instr. 3)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Buy (3)	\$ 15.4							(2)	04/19/2012	Common Shares	1,875
Option to Buy (3)	\$ 8.76							(2)	11/14/2012	Common Shares	1,875
Option to Buy (3)	\$ 11.85							(1)	11/13/2003	Common Shares	1,875
Option to Buy (3)	\$ 9.96							(1)	10/27/2014	Common Shares	5,000
Option to Buy (3)	\$ 10.71							(1)	11/18/2004	Common Shares	1,500
Option to Buy (3)	\$ 17.02							(1)	11/15/2005	Common Shares	1,500
Option to Buy (3)	\$ 17.6							(1)	08/24/2016	Common Shares	2,500
Option to Buy (3)	\$ 17.55							(1)	11/14/2016	Common Shares	1,500
Option to Buy (3)	\$ 19.76							(1)	08/24/2017	Common Shares	2,500
Option to Buy (3)	\$ 19.68							(1)	11/15/2017	Common Shares	1,500
Option to Buy	\$ 8.98	08/22/2008		A	2,500			(1)	08/22/2018	Common Shares	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
KREIDER GARY P 1356-1 US 52 NEW RICHMOND, OH 45157	 X

Signatures

Mark Weiss, Attorney-in-Fact for Gary P. Kreider	08/26/2008
__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) Non-Qualified stock options granted pursuant to the Company's 2003 Equity Compensation Plan. The options vest at a rate of 25% at the conclusion of each 90 day period following the date of grant.
- (2) Options granted pursuant to the Company's 1995 Directors Stock Option Plan. Options vest 25% per year commencing on the first anniversary of the date of grant.
- (3) These holdings have been previously reported on Form 4.

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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