

Gunning Gina K
 Form 3
 May 03, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Gunning Gina K
 (Last) (First) (Middle)

C/O GRAFTECH INTERNATIONAL LTD.,Â 982 KEYNOTE CIRCLE
 (Street)

BROOKLYN HEIGHTS,Â OHÂ 44131
 (City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
 04/29/2019

3. Issuer Name and Ticker or Trading Symbol
 GRAFTECH INTERNATIONAL LTD [EAF]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 CLO & Corporate Secretary

5. 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable Date

Title Amount or Number of

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				Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	Â (1)	07/30/2028	Common Stock	67,000	\$ 20	D	Â
Employee Stock Option (right to buy)	Â (2)	03/21/2029	Common Stock	20,000	\$ 13.36	D	Â
Restricted Stock Units	Â (3)	Â (3)	Common Stock	20,000	\$ (4)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gunning Gina K C/O GRAFTECH INTERNATIONAL LTD. 982 KEYNOTE CIRCLE BROOKLYN HEIGHTS, OH 44131	Â	Â	Â CLO & Corporate Secretary	Â

Signatures

/s/ James R. Warren, by power of attorney 05/03/2019

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 stock options become exercisable in five equal annual installments beginning on July 30, 2019.
- (2) The stock options become exercisable in five equal installments beginning on March 21, 2020.
- (3) The restricted stock units (RSUs) vest in five equal annual installments beginning on March 21, 2020.
- (4) Each RSU represents a contingent right to receive one share of EAF common stock.

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.