

LSI INDUSTRIES INC
Form 4
July 06, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
STOWELL RONALD S

(Last) (First) (Middle)

C/O LSI INDUSTRIES INC., 10000 ALLIANCE ROAD

(Street)

CINCINNATI, OH 45242

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
07/01/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
__X__ Officer (give title below) ___ Other (specify below)

VP, CFO and Treasurer

6. Individual or Joint/Group Filing(Check Applicable Line)

__X__ 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Shares ⁽¹⁾ | | | | | 64,171 | D | |
| Common Shares | | | | | 16,376 | D | |
| Common Shares ⁽²⁾ | 07/01/2015 | | A | | 5,000 | A | \$ 9.39 |

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

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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. D S (1) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Option to Buy <u>(5)</u> | \$ 6.81 | | | | | <u>(4)</u> | 11/20/2024 | Common Shares | 40,000 |
| Option to Buy <u>(5)</u> | \$ 7.2 | | | | | <u>(4)</u> | 08/22/2023 | Common Shares | 50,000 |
| Option to Buy <u>(5)</u> | \$ 6.58 | | | | | <u>(3)</u> | 08/15/2022 | Common Shares | 40,000 |
| Option to Buy <u>(5)</u> | \$ 17.6 | | | | | <u>(4)</u> | 08/24/2016 | Common Shares | 20,000 |
| Option to Buy <u>(5)</u> | \$ 19.76 | | | | | <u>(4)</u> | 08/24/2017 | Common Shares | 25,000 |
| Option to Buy <u>(5)</u> | \$ 8.98 | | | | | <u>(4)</u> | 08/22/2018 | Common Shares | 30,000 |
| Option to Buy <u>(5)</u> | \$ 8.4 | | | | | <u>(4)</u> | 08/21/2019 | Common Shares | 45,000 |
| Option to Buy <u>(5)</u> | \$ 5.21 | | | | | <u>(4)</u> | 08/19/2020 | Common Shares | 22,000 |
| Option to Buy | \$ 9.39 | 07/01/2015 | | A | 40,000 | <u>(4)</u> | 07/01/2025 | Common Shares | 40,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Reporting Owners | | | | |

STOWELL RONALD S
C/O LSI INDUSTRIES INC.
10000 ALLIANCE ROAD
CINCINNATI, OH 45242

VP, CFO and Treasurer

Signatures

/s/ F. Mark Reuter as Attorney in Fact for Ronald S.
Stowell

07/06/2015

__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) Common Shares held in the LSI Industries Inc. Non-Qualified Deferred Compensation Plan.
- (2) The restricted stock units vest in four equal annual installments beginning on the first anniversary of the grant date.
- (3) Options granted vest on the anniversary of the grant date, 9.2% in 2005, 40% in 2007 and 10.8% in 2008.
- (4) The options vest at a rate of 25% per year beginning on the first anniversary of the grant date.
- (5) 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. 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.