LSI INDUSTRIES INC

Form 4 July 28, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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obligations

Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * STOWELL RONALD S

2. Issuer Name and Ticker or Trading

Symbol

LSI INDUSTRIES INC [LYTS]

Issuer

(Check all applicable)

VP, CFO and Treasurer

5. Relationship of Reporting Person(s) to

(Last)

(City)

(First)

(Middle)

3. Date of Earliest Transaction

07/25/2014

(Month/Day/Year)

X_ Officer (give title below)

10% Owner Other (specify

Beneficial

Ownership

(Instr. 4)

C/O LSI INDUSTRIES INC., 10000 ALLIANCE ROAD

(Street)

(State)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

Director

X Form filed by One Reporting Person Form filed by More than One Reporting

D

Person

CINCINNATI, OH 45242

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. 4. Securities Acquired 5. Amount of Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Indirect (I) Owned Following (Instr. 4) Reported

Transaction(s) (Instr. 3 and 4)

Amount (D) Price

Common 07/25/2014 Α Shares (1)

(Zip)

222 60,456 7.34

(A)

or

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

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

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8. Price Deriva Securit (Instr.

| 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. Transactic Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8 I S (|
|---|---|--------------------------------------|---|--|---|---------------------|--------------------|---|-------------------------------------|------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Option to Buy | \$ 7.2 | | | | | (3) | 08/22/2023 | Common Shares | 50,000 | |
| Option to Buy | \$ 6.58 | | | | | (2) | 08/15/2022 | Common Shares | 40,000 | |
| Option to Buy | \$ 9.96 | | | | | (2) | 10/27/2014 | Common Shares | 25,000 | |
| Opton to Buy (4) | \$ 17.6 | | | | | (3) | 08/24/2016 | Common Shares | 20,000 | |
| Option to Buy | \$ 19.76 | | | | | (3) | 08/24/2017 | Common Shares | 25,000 | |
| Option to Buy | \$ 8.98 | | | | | (3) | 08/22/2018 | Common Shares | 30,000 | |
| Option to Buy | \$ 8.4 | | | | | (3) | 08/21/2019 | Common Shares | 45,000 | |
| Option to Buy | \$ 5.21 | | | | | (3) | 08/19/2020 | Common Shares | 22,000 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|-----------------------------------|-----------------------|-----------|-----------------------|-------|--|--|--|
| noporous o water runte / runte oo | Director | 10% Owner | Officer | Other | | | |
| STOWELL RONALD S | | | | | | | |
| C/O LSI INDUSTRIES INC. | | | VP, CFO and Treasurer | | | | |
| 10000 ALLIANCE ROAD | VF, CFO and Treasurer | | | | | | |
| CINCINNATI, OH 45242 | | | | | | | |

Reporting Owners 2

Signatures

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

07/28/2014

**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) Options granted vest on the anniversary of the grant date, 9.2% in 2005, 40% in 2007 and 10.8% in 2008.
- (3) The options vest at a rate of 25% per year beginning on the first anniversary of the grant date.
- (4) These holdings have been previously reported on Form 4.

Remarks:

6/30/2014

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.

Signatures 3