Edgar Filing: BOEHNE RICHARD A - Form 4

Form 4												
December 17										OMB AF	PROVAL	
FORM	4 UNITED S	STATES						IGE C	COMMISSION	OMB	3235-0287	
Check thi	s box		Was	hingto	on, i	D.C. 205	49			Number:	January 31	
if no long subject to Section 1 Form 4 or	6.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Expires: Estimated a burden hou response	2005 Iverage	
Form 5 obligation may cont <i>See</i> Instru 1(b).	$\frac{18}{1000}$ Section 17(a	a) of the l	Public Ut	ility H	lold		pany	Act of	e Act of 1934, 1935 or Section 0	1		
(Print or Type F	Responses)											
1. Name and A BOEHNE R	ddress of Reporting l ICHARD A	Person <u>*</u>	Symbol			Ticker or T		5	5. Relationship of Issuer	Reporting Pers	son(s) to	
(Last)	(First) (N	/liddle)	3. Date of			-	51]		(Check all applicable)			
				/Day/Year)					X Director 10% Owner X Officer (give title Other (specify below) President & CEO			
				ndment, Date Original th/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
(City)	(State)	(Zip)	Tahl	e I - Noi	n-Da	erivative S	ecurit	ies Aca	Person uired, Disposed of	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Transaction Date 2A. Deemed onth/Day/Year) Execution Date, if any			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				5. Amount of Securities Form: Dire Beneficially (D) or Owned Indirect (I) Following (Instr. 4) Reported Transaction(s)		7. Nature of	
Class A Common Shares, \$.01 par value per share	12/15/2010			Code M <u>(1)</u>		Amount 33,076	(D)	Price \$ 8.01	(Instr. 3 and 4) 70,720	D		
Class A Common Shares, \$.01 par value per share	12/15/2010			S <u>(1)</u>		33,076	D	\$ 10	37,644	D		

Class A			
Common			
Shares,	0	т	Wife's
\$.01 par	0	Ι	Trust
value per			
share			
Common			
Voting			
Shares,		_	
\$.01 par	0	D	
value per			
value per			

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

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 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. Transactic Code (Instr. 8)	5. Number of ionDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun Number Shares
Option	\$ 8.01 (1)	12/15/2010		М		33,076	02/20/2003	02/19/2012	Class A Common	33,0
Option	\$ 8.52						02/26/2004	02/25/2013	Class A Common	103,2
Option	\$ 10.38						03/23/2005	03/22/2014	Class A Common	84,5
Option	\$ 9.9						02/10/2006	02/09/2013	Class A Common	56,3
Option	\$ 9.54						03/29/2007	03/28/2014	Class A Common	117,3
Option	\$ 10.41						02/22/2008	02/21/2015	Class A Common	258,2
Option	\$ 9.09						02/21/2009	02/20/2016	Class A Common	410,7

Option	\$ 9.54	03/29/2007	03/28/2014	Class A Common	46,9
Restricted Stock Units	(2)	03/05/2011	03/05/2013	Restricted Stock Units	1,046,
Restricted Stock Units	(3)	03/09/2011	03/09/2014	Restricted Stock Units	120,0

Reporting Owners

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
BOEHNE RICHARD A 312 WALNUT STREET, 28TH FLOOR CINCINNATI, OH 45202	Х		President & CEO						
Signatures									
/s/ William Appleton, Attorney-in-fact for Richard A.									
Boehne			12/17/2010						
**Signature of Reporting Person			Date						
Evolution of Response	2001								

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) These shares were sold in accordance with a stock trading plan adopted on July 7, 2010, in accordance with the guidelines specified by Rule 10b5-1.
- (2) This restricted stock unit award will vest in equal parts on March 5, 2011, 2012, and 2013. The first vesting took place on March 5, 2010. Upon vesting, each restricted stock unit will convert into one Class A Common share of the Company.

A restricted stock unit award was granted on March 9, 2010. The award is part time-vested and part performance-vested. The time-vested portion of the award vests in four equal parts on March 9, 2011, 2012, 2013 and 2014. If the performance objective is achieved, this

(3) portion of the award vests in four equal parts on Match 9, 2011, 2012, 2013 and 2014. If the performance objective is achieved, this portion of the award will vest over the same four-year period. Upon vesting, each restricted stock unit converts into one Class A Common share of the Company.

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.