Edgar Filing: SIMPSON BARCLAY - Form 4

SIMPSON B	ARCLAY										
Form 4 June 08, 200	6										
FORM	ГЛ										APPROVAL
	• • UNITED	STATES						ANGE (COMMISSION	OMB Number:	3235-0287
Check thi if no long subject to Section 1 Form 4 or Form 5 obligation may conti <i>See</i> Instru	rsuant to S (a) of the I	Washington, D.C. 20549 5 CHANGES IN BENEFICIAL OWNERSHIP SECURITIES Section 16(a) of the Securities Exchange Act of 19 Public Utility Holding Company Act of 1935 or S of the Investment Company Act of 1940							January 3Expires:200Estimated averageburden hours perresponse0		
1(b).											
(Print or Type R	Responses)										
1. Name and A SIMPSON E	ddress of Reporting BARCLAY	Person <u>*</u>	Symbol	ON M	[AN	d Ticker o NUFACI		-	5. Relationship o Issuer (Che	f Reporting P ck all applica	
(Last)	(First) (Middle)		L		ransaction	1		_X_ Director	_X_1	.0% Owner
4120 DUBL	IN BLVD., SUľ	TE 400	(Month/I 06/08/2	Day/Yea					X Officer (giv below)	e title C below) Chairman	ther (specify
DUBLIN, C	(Street) A 94568		4. If Am Filed(Mo			ate Origin r)	al		6. Individual or J Applicable Line) _X_ Form filed by 1 Form filed by 1	One Reporting	Person
(City)	(State)	(Zip)	Tah	lo I N	on I	Donivotiv	Som	mition A or	Person	or Donofia	ially Owned
	2. Transaction Date (Month/Day/Year)	-	ed Date, if	3. Transa Code (Instr.	actio 8)	4. Securi on(A) or D (Instr. 3,	ities A ispose 4 and (A) or	cquired d of (D)	uired, Disposed of 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 Beneficial Ownership (Instr. 4)
Common Stock	06/08/2006			G	V	100	D	\$ 33.09	10,007,384	D	
Common Stock									644,620	I	By nonprofit public benefit corporation (1)
Common Stock									20,004	Ι	By General Partnership
Common Stock									7,626 <u>(3)</u>	Ι	By Trust

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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)

2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	of	Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and	Securities
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
\$ 44.79					01/27/2007(2)	01/26/2011	Common Stock	1,000
\$ 38.39					01/01/2006(2)	12/31/2009	Common Stock	1,000
\$ 27.975					01/01/2005(2)	12/31/2008	Common Stock	2,000
\$ 18.095					01/01/2004(2)	12/31/2007	Common Stock	2,000
	Conversion or Exercise Price of Derivative Security \$ 44.79 \$ 38.39 \$ 27.975	Conversion (Month/Day/Year) or Exercise Price of Derivative Security \$ 44.79 \$ 38.39 \$ 27.975	Conversion or Exercise Price of Derivative Security (Month/Day/Year) \$ 44.79 \$ 38.39 \$ 27.975	Conversion (Month/Day/Year) Execution Date, if Transacti any Code Price of (Month/Day/Year) (Instr. 8) Derivative Security Code V \$ 44.79 \$ 38.39 \$ 27.975	Conversion (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) Code of Price of Derivative Security Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) \$ 38.39 \$ 27.975	Conversion (Month/Day/Year) Execution Date, if any TransactionNumber Expiration Date (Month/Day/Year) Price of Derivative (Month/Day/Year) (Month/Day/Year) Derivative Securities Security Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercisable Code V<(A) (D)	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)TransactionNumber Code of (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Expiration Date (Month/Day/Year)\$ 44.79Other Code (Month/Day/Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Date Exercisable Date Expiration DateExpiration Date Date\$ 44.79Oth/27/2007(2) (Instr. 3)Oth/26/201101/01/2006(2) (Instr. 3)12/31/2009\$ 38.39Oth/Oth/2005(2) (Instr. 3)12/31/200912/31/2009	Conversion or Exercise Price of Derivative Security (Month/Day/Year) Execution Date, if any (Month/Day/Year) TransactionNumber Code Expiration Date (Month/Day/Year) Underlying S (Instr. 3 and Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Underlying S (Month/Day/Year) Underlying S (Instr. 3 and Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Underlying S (Month/Day/Year) Underlying S (Instr. 3 and Disposed of (D) (Instr. 3, 4, and 5) \$ 44.79 Code V (A) (D) Date Exercisable Expiration Date Title \$ 44.79 O1/27/2007(2) 01/26/2011 Common Stock \$ 38.39 01/01/2006(2) 12/31/2009 Common Stock \$ 27.975 01/01/2005(2) 12/31/2007 Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
SIMPSON BARCLAY						
4120 DUBLIN BLVD., SUITE 400	Х	Х	Chairman			
DUBLIN, CA 94568			Channan			

8. D So (I

Signatures

**Signature of

Reporting Person

/s/Barclay Simpson

06/08/2006

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) The shares are owned by the Simpson PSB Fund, a California nonprofit public benefit corporation, of which Barclay Simpson is a member of the Board of Directors. Barclay Simpson disclaims beneficial ownership of these shares.
- (2) This date represents the date of the first annual vesting period. This option vests equally over four years beginning with the date of grant.
- (3) The shares are owned by the Simpson Manufacuturing Co., Inc. Profit Sharing Plan for Salaried Employees (the "Plan") of which the reporting person is a participant. The Plan is qualified under sections 401(a)(26) and 410 of the Internal Revenue Code.

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.