

Edgar Filing: RULSEH JAMES R - Form 4

RULSEH JAMES R  
 Form 4  
 January 24, 2003

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 FORM 4

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

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 / / 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  
 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  
 Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|  |         |          |   |                                 |
|--|---------|----------|---|---------------------------------|
| 1. Name and Address of Reporting Person* |         |          | 2. Issuer Name and Ticker or Trading Symbol                                   | 6. R                            |
| Rulseh                                   | James   | R.       | Woodward Governor Company WGOV  | ---                             |
| (Last)                                   | (First) | (Middle) |   | ---                             |
| 5001 N. Second Street                    |         |          | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | 4. Statement for Month/Day/Year |
| (Street)                                 |         |          |   | 01/24/2003                      |
| Rockford IL 61111                        |         |          | 5. If Amendment, Date of Original (Month/Day/Year)                            | 7. X                            |
| (City)                                   | (State) | (Zip)    | TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DI                              |                                 |

| 1. Title of Security (Instr. 3) | 2. Trans- action Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Trans- action Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Security Beneficially Owned Following Reporting Transaction (Instr. and 4) |
|---------------------------------|--|--|----------------------------------|---|---|
|                                 |  |  | Code                             | V Amount (A) or (D) Price   |   |

|  |  |  |  |  |       |
|--|--|--|--|--|-------|
| Woodward Governor Company Common Stock |  |  |  |  | 1,692 |
|--|--|--|--|--|-------|

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TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIAL  
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

| 1. Title of Derivative Security<br>(Instr. 3) | 2. Conversion or<br>Exercise<br>Price of<br>Deriv-<br>ative<br>Security | 3. Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 3A. Deemed<br>Execution<br>Date,<br>if any<br>(Month/<br>Day/<br>Year) | 4. Transac-<br>tion Code<br>(Instr. 8) | 5. Number<br>ative<br>quired<br>posed<br>(Instr. |
|---|---|---|--|--|--|
|---|---|---|--|--|--|

|   |         |          |  | Code | V | (A)   |
|---|---------|----------|--|------|---|-------|
| Nonqualified Stock Option<br>(right to buy) | \$36.91 | 01/22/03 |  |      |   | 1,000 |

| 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>Derivative<br>Securities<br>Beneficially | 10. Ownership<br>Form of<br>Derivative<br>Securities | 11. Nature of<br>Indirect<br>Beneficia<br>Ownership |
|---|---|--|--|---|
|---|---|--|--|---|

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| Title        | Amount or<br>Number of<br>Shares | Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | Beneficially<br>Owned at End<br>of Month<br>(Instr. 4) | (Instr. 4) |
|--------------|----------------------------------|--|--|------------|
| Common Stock | 1,000 (a)                        | 1,000  | D  |            |

Explanation of Responses: (a) Grant to reporting person of option to buy shares of common stock under the Woodward Governor Company 2002 Stock Option Plan is an exempt transaction under Rule 16b-3.

/s/ James R. Rulseh

01/24/03

\*\*Signature of Reporting Person

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, SEE Instruction 6 for procedure.