

GRAFTECH INTERNATIONAL LTD

Form 4

January 17, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
HALL JOHN R /CT/

2. Issuer Name **and** Ticker or Trading
Symbol
GRAFTECH INTERNATIONAL
LTD [GTI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

GRAFTECH INTERNATIONAL
LTD., 12900 SNOW ROAD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/15/2008

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

PARMA, OH 44130

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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. 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)
Common Stock	01/15/2008		A	1,634	A	\$ 0 (1)	57,305 D
Common Stock	01/15/2008		A	5,334	A	\$ 0 (2)	62,639 D

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

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information contained in this form are not
required to respond unless the form
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SEC 1474
(9-02)

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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. De Se (In
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Time options (right to buy)	\$ 17.81					01/01/2001	01/01/2010	Common Stock	3,200	
Time options (right to buy)	\$ 8.57					12/15/2001	12/15/2010 ⁽³⁾	Common Stock	7,700	
Time options (right to buy)	\$ 8.57					⁽⁴⁾	12/15/2010 ⁽³⁾	Common Stock	5,840	
Time options (right to buy)	\$ 8.57					12/15/2000	12/15/2010 ⁽³⁾	Common Stock	700	
Time options (right to buy)	\$ 8.85					09/25/2001	09/25/2011 ⁽³⁾	Common Stock	1,590	
Time options (right to buy)	\$ 10.7					01/01/2003	01/01/2012 ⁽³⁾	Common Stock	6,200	
Time options (right to buy)	\$ 10.77					03/01/2002	03/01/2012 ⁽³⁾	Common Stock	1,120	
Time options (right to	\$ 5.15					01/14/2004	01/14/2013 ⁽³⁾	Common Stock	12,800	

buy)

Time

options
(right to buy) \$ 13.3701/15/2005 01/15/2014⁽³⁾ Common Stock 3,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HALL JOHN R /CT/ GRAFTECH INTERNATIONAL LTD. 12900 SNOW ROAD PARMA, OH 44130	X			

Signatures

/s/Gary R. Whitaker, Attorney-in-fact for John
R. Hall

01/17/2008

**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) The reporting person has elected, pursuant to the Company's equity compensation plans, to receive deferred shares of common stock in lieu of cash for payment of director fees.

On January 15, 2008, the Company granted 5,334 restricted shares, as an annual grant to nonemployee directors, valued at the then current market price of \$15.00 per share. Such shares vest on January 15, 2009 unless, with certain exceptions, the reporting person ceases to be a director prior to the vesting date. The reporting person has elected to have such shares deferred.

(3) Options expire on the earlier of such date or the fourth anniversary of termination of directorship.

(4) Such options vested ratably over 2001.

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

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