Edgar Filing: GRACO INC - Form 4

GRACO INC	2											
Form 4												
October 02, 2	2007											
FORM 4 LINITED STATES SECURITIES AND EXCHANCE COMMISSION							OMB APPROVAL					
Washington, D.C. 20549								OMB Number:	3235-0287			
Check the if no long								Expires:	January 31			
subject to		IENT OF	CHAN			ICIA	LOW	NERSHIP OF	Estimated a	2005 Iverage		
	Section 16.				RITIES				burden hou	0		
	Form 4 or								response 0.			
Form 5 obligation	*						•	e Act of 1934,				
may cont				•	•	· ·	•	1935 or Sectior	1			
See Instru		30(h) o	f the In	vestment	Compar	iy Ac	t of 194	-0				
1(b).												
(Print or Type F	Responses)											
(I min of Type I	(cop choco)											
BOHN ROBERT G Symbol				Name and	l Ticker or	Tradi	ng	5. Relationship of Reporting Person(s) to Issuer				
) INC [G	GG]							
			3 Date of	- Farliest Ti	ransaction			(Check all applicable)				
(2005)	(1100) (1	· · ·	Month/D	of Earliest Transaction				_X_ Director10% Owner				
88 11TH AVENUE NE 10/01 (Street) 4. If An			10/01/2007					Delow) Officer (give title Delow) Other (specify below)				
			4. If Ame	ndment, Da	ate Origina	1		6. Individual or Joint/Group Filing(Check				
				th/Day/Year	-			Applicable Line)				
```				·				_X_ Form filed by One Reporting Person Form filed by More than One Reporting				
MINNEAPO	DLIS, MN 55413							Form filed by M Person	ore than One Re	porting		
(City)	(State)	(Zip)	Table	e I - Non-I	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of	2. Transaction Date		ed	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or	7. Nature of		
Security (Instr. 3)	(Month/Day/Year)	Execution 1 any	Date, II									
(		(Month/Da	y/Year)							Ownership		
								Following	(Instr. 4)	(Instr. 4)		
						(A)		Reported Transaction(s)				
				~		or		(Instr. 3 and 4)				
Common				Code V	Amount	(D)	Price					
Common Stock	10/01/2007			A <u>(1)</u>	322	А	\$ 39.11	3,330	D			

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)

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1. Title of	2. Conversion	3. Transaction Date		4. Transact	5.	har	6. Date Exerce Expiration D		7. Titl		8. Price of	9. Nu Deriy
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transactio Code (Instr. 8)	of Deri Secu Acqu (A) o	vative rities uired or	Expiration Date (Month/Day/Year)		Amount of Underlying Securities (Instr. 3 and 4)		Derivative Security (Instr. 5)	Deriv Secu Bene Owno Follo Repo Trans (Instr
					of (E (Inst	Disposed of (D) (Instr. 3, 4, and 5)						
				Code N	7 (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Relationships **Reporting Owner Name / Address** Director 10% Owner Officer Other BOHN ROBERT G 88 11TH AVENUE NE Х MINNEAPOLIS, MN 55413

## Signatures

By: Kristen C. Nelson, by power of attorney For: Robert G Bohn

**Signature of Reporting Person

## **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).
- Shares of Graco common stock received in lieu of retainer and meeting fees, issued under the Amended and Restated Graco Inc. Stock (1) Incentive Plan (2006).

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.

10/02/2007

Date