

COLLATO RICHARD A

Form 4

September 06, 2012

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
COLLATO RICHARD A

2. Issuer Name **and** Ticker or Trading
Symbol
WD 40 CO [WDFC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

1061 CUDAHY PLACE

3. Date of Earliest Transaction
(Month/Day/Year)
09/04/2012

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

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)

SAN DIEGO, CA 92110

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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. Transaction 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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	09/04/2012 ⁽¹⁾		M ⁽¹⁾		2,000	A	\$ 29.9	13,067 D
Common Stock	09/04/2012 ⁽¹⁾		S ⁽¹⁾		2,000	D	\$ 50	11,067 D
Common Stock	09/04/2012 ⁽¹⁾		M ⁽¹⁾		2,000	A	\$ 34.74	13,067 D
Common Stock	09/04/2012 ⁽¹⁾		S ⁽¹⁾		2,000	D	\$ 50	11,067 ⁽²⁾ 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**

SEC 1474
(9-02)

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. 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 Underlying Security (Instr. 3 and 4)	Amount or Number of Share
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Non-qualified Stock Option	\$ 29.9	09/04/2012 ⁽¹⁾		M ⁽¹⁾	2,000	09/23/2003 09/23/2013	Common Stock	2,000
Non-qualified Stock Option	\$ 34.74	09/04/2012 ⁽¹⁾		M ⁽¹⁾	2,000	12/16/2003 12/16/2013	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COLLATO RICHARD A 1061 CUDAHY PLACE SAN DIEGO, CA 92110		X		

Signatures

Maria M. Mitchell as attorney-in-fact for Richard A.
Collato

09/06/2012

__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) Transaction pursuant to trading plan adopted pursuant to Rule 10b5-1 under Securities Exchange Act of 1934.

(2) Total includes 7,095 Restricted Stock Units (Common Stock equivalents).

(3) Not applicable.

(4) In addition to the reported options, the reporting person holds options to acquire common shares as follows: 2,500 non-qualified stock options (NQSO) at \$29.11 expiring 12/14/14; 3,500 NQSO at \$27.87 expiring 12/13/15; and 3,800 NQSO at \$32.78 expiring 12/12/16.

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.