

GRAFTECH INTERNATIONAL LTD  
 Form 4  
 April 04, 2005

**FORM 4**

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

OMB APPROVAL

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BARNARD PETRUS J**

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)

3. Date of Earliest Transaction (Month/Day/Year)  
**04/01/2005**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 President, Graphite Electrodes

**GRAFTECH INTERNATIONAL LTD., 1521 CONCORD PIKE, SUITE 301**

(Street)

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

**WILMINGTON, DE 19803**

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | (A) or (D)                     | Code V Amount (D) Price   |   |  |                                   |

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

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SEC 1474 (9-02)

**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 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) |                 |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|-----------------|--------------|----------------------------|
|  |  |                                      |  | Code                           | V   | (A)  | (D) | Date Exercisable  | Expiration Date | Title        | Amount or Number of Shares |
| Time options (right to buy)                | \$ 5.46  | 04/01/2005                           |  | A                              |   | 100,000  |     | 04/01/2007  | 04/01/2015      | Common Stock | 100,000                    |
| Time options (right to buy)                | \$ 35  |                                      |  |                                |   |  |     | (2)   | 02/28/2006      | Common Stock | 5,000                      |
| Time options (right to buy)                | \$ 17.06   |                                      |  |                                |   |  |     | (3)   | 09/29/2008      | Common Stock | 66,000                     |
| Time options (right to buy)                | \$ 8.56  |                                      |  |                                |   |  |     | 12/15/2002  | 12/10/2010      | Common Stock | 60,000                     |
| Time options (right to buy)                | \$ 6.56  |                                      |  |                                |   |  |     | (4)   | 12/31/2008      | Common Stock | 100,000                    |
| Time options (right to buy)                | \$ 8.85  |                                      |  |                                |   |  |     | 09/25/2003  | 09/25/2011      | Common Stock | 45,000                     |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                |       |
|---|---------------|-----------|--------------------------------|-------|
|   | Director      | 10% Owner | Officer                        | Other |
| BARNARD PETRUS J<br>GRAFTECH INTERNATIONAL LTD.<br>1521 CONCORD PIKE, SUITE 301<br>WILMINGTON, DE 19803 |               |           | President, Graphite Electrodes |       |

## Signatures

Karen G. Narwold, Attorney-in-Fact for Petrus J.  
Barnard

04/04/2005

\_\_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 securities reported in this transaction were granted to the reporting person under the Company's Management Stock Incentive Plan.
- (2) 2,500 of such options became exercisable on each of May 2, 1996 and August 28, 1997.
- (3) Of such options, 22,000 vested on each of: May 21, 1999, July 14, 1999 and September 29, 1999.
- (4) One-third of these options become exercisable on March 1, 2006. The remainder becomes exercisable on July 31, 2008.

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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