

Bingle John  
Form 4  
August 04, 2011

**FORM 4**

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

OMB APPROVAL

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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 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 \*  
Bingle John

(Last) (First) (Middle)

1000 LAKESIDE AVENUE

(Street)

CLEVELAND, OH 44114-1147

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
FERRO CORP [FOE]

3. Date of Earliest Transaction (Month/Day/Year)  
08/03/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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. 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                     | 08/03/2011                           |  | M                              | 875 A \$ 9.81   | 3,692   | D  |   |
| Common Stock                     | 08/03/2011                           |  | M                              | 875 A \$ 9.81   | 4,567   | D  |   |
| Common Stock                     |                                      |  |                                |   | 10.97   | I  | Investment Savings Plan                               |
| Common Stock - Restricted Shares |                                      |  |                                |   | 4,000   | D  |   |

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Common  
Stock -  
Restricted

0 D

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

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(9-02)

**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. P Der Sec (Ins |                            |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------|----------------------------|
|   |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title             | Amount or Number of Shares |
| Stock Options (Right to Buy)                | \$ 1.37  | 08/03/2011                           |  | M                              | 875   | 02/25/2010 02/25/2019                                    | Common Stock  | 875               |                            |
| Stock Options (Right to Buy)                | \$ 8.25  | 08/03/2011                           |  | M                              | 875   | 02/25/2011 02/25/2020                                    | Common Stock  | 875               |                            |
| Stock Options (Right to Buy) <sup>(1)</sup> | \$ 19.39   |                                      |  |                                |   | 02/07/2006 02/07/2015                                    | Common Stock  | 1,000             |                            |
| Stock Options (Right to Buy) <sup>(1)</sup> | \$ 20.69   |                                      |  |                                |   | 02/16/2007 02/16/2016                                    | Common Stock  | 1,500             |                            |
| Stock Options (Right to Buy) <sup>(1)</sup> | \$ 21.99   |                                      |  |                                |   | 02/06/2008 02/06/2017                                    | Common Stock  | 2,000             |                            |
|   | \$ 17.26   |                                      |  |                                |   | 02/28/2009 02/28/2018                                    |   | 3,500             |                            |

|  |          |            |            |  |                 |       |
|--|----------|------------|------------|--|-----------------|-------|
| Stock<br>Options<br>(Right to<br>Buy) <u>(1)</u> |          |            |            |  | Common<br>Stock |       |
| Stock<br>Options<br>(Right to<br>Buy)            | \$ 15.16 | 02/24/2012 | 02/24/2021 |  | Common<br>Stock | 6,500 |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |           |       |
|---|---------------|-----------|-----------|-------|
|   | Director      | 10% Owner | Officer   | Other |
| Bingle John<br>1000 LAKESIDE AVENUE<br>CLEVELAND, OH 44114-1147 |               |           | Treasurer |       |

## Signatures

/s/ John T. Bingle, Treasurer, by Power of Attorney

08/04/2011

\*\*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) Stock Option Grant. The options expire after ten years. The options vest annually in equal installments beginning on the first anniversary of the grant.

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.