

STANDARD MOTOR PRODUCTS INC
 Form 4
 May 23, 2005

FORM 4

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

OMB APPROVAL

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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 *
 BURKE JAMES J

2. Issuer Name and Ticker or Trading Symbol
 STANDARD MOTOR PRODUCTS INC [SMP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 37-18 NORTHERN BLVD.
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/19/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Chief Financial Officer

LONG ISLAND CITY, NY 11101
 (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. 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) Price | | | |
| Common Stock | | | | | 10,000 | D | |
| Commons Stock | | | | | 3,856 | D <u>(1)</u> | |

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

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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) | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|-----------------|--------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option - Common Stock | \$ 22.5 | 02/26/1998 | | A | | 2,000 | | 02/26/2001 | 02/26/2006 | Common Stock | 2,000 |
| Stock Option - Common Stock | \$ 22.59 | 07/03/2000 | | A | | 5,750 | | 09/18/2000 | 09/18/2005 | Common Stock | 5,750 |
| Stock Option - Common Stock | \$ 23.59 | 07/03/2000 | | A | | 5,750 | | 09/18/2001 | 09/18/2006 | Common Stock | 5,750 |
| Stock Option - Common Stock | \$ 22.84 | 07/03/2000 | | A | | 5,000 | | 05/27/2000 | 05/27/2005 | Common Stock | 5,000 |
| Stock Option - Common Stock | \$ 23.84 | 07/03/2000 | | A | | 5,000 | | 05/27/2001 | 05/27/2006 | Common Stock | 5,000 |
| Stock Option - Common Stock | \$ 24.84 | 07/03/2000 | | A | | 5,000 | | 05/27/2002 | 05/27/2007 | Common Stock | 5,000 |
| Stock Option - Common Stock | \$ 9.29 | 05/18/2000 | | A | | 5,000 | | 05/18/2002 | 05/18/2006 | Common Stock | 5,000 |
| Stock Option - Common Stock | \$ 10.29 | 05/18/2000 | | A | | 5,000 | | 05/18/2002 | 05/28/2007 | Common Stock | 5,000 |

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| | | | | | | | | |
|---------------------------------------|----------|------------|---|-------|------------|------------|-----------------|-------|
| Stock Option - Common Stock | \$ 11.29 | 05/18/2000 | A | 5,000 | 05/18/2003 | 05/28/2008 | Common Stock | 5,000 |
| Stock Option - Common Stock | \$ 13.74 | 02/14/2003 | A | 4,000 | 02/14/2004 | 02/14/2009 | Common Stock | 4,000 |
| Stock Option - Common Stock | \$ 14.74 | 02/14/2003 | A | 4,000 | 02/14/2005 | 02/14/2010 | Common Stock | 4,000 |
| Stock Option - Common Stock | \$ 15.74 | 02/14/2003 | A | 4,000 | 02/14/2006 | 02/14/2011 | Common Stock | 4,000 |
| Stock Option - Common Stock | \$ 13.55 | 05/24/2004 | A | 3,750 | 05/24/2005 | 05/24/2014 | Common Stock | 3,750 |
| Stock Option - Common Stock | \$ 14.91 | 05/24/2004 | A | 3,750 | 05/24/2006 | 05/24/2014 | Common Stock | 3,750 |
| Stock Options - Common Stock | \$ 10.55 | 05/19/2005 | A | 3,750 | 05/19/2006 | 05/19/2015 | Common Stock | 3,750 |
| Stock Options - Common Stock | \$ 11.61 | 05/19/2005 | A | 3,750 | 05/19/2007 | 05/19/2015 | Common Stock | 3,750 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BURKE JAMES J 37-18 NORTHERN BLVD. LONG ISLAND CITY, NY 11101 | | | Chief Financial Officer | |

Signatures

/s/ James J.
Burke

03/15/2005

Date

__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).

(1) Shares in ESOP Plan

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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