

Edgar Filing: AMERICAN GREETINGS CORP - Form 8-K

AMERICAN GREETINGS CORP  
Form 8-K  
June 30, 2005

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (date of earliest event reported): June 30, 2005

AMERICAN GREETINGS CORPORATION

(Exact Name of Registrant as Specified in its Charter)

Ohio	1-13859	34-0065325
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

One American Road Cleveland, Ohio	44144
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (216) 252-7300

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

On June 30, 2005, American Greetings issued a press release reporting its results for the first quarter ended May 31, 2005. A copy of this press release

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is attached hereto as Exhibit 99.1.

The information in this Item 2.02 of this Current Report on Form 8-K (including the exhibit attached hereto) is being furnished under Item 2.02 and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liability of such section, or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

c) Exhibits.

Exhibit 99.1 - Press Release - Reporting Results for the first quarter ended May 31, 2005.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereto duly authorized.

AMERICAN GREETINGS CORPORATION  
-----  
(Registrant)

/s/ Joseph B. Cipollone  
-----  
Joseph B. Cipollone  
Vice President and  
Corporate Controller;  
Chief Accounting Officer

Date: June 30, 2005

EXHIBIT INDEX

EXHIBIT NO.	DESCRIPTION
99.1	Press Release - Reporting Results for the first quarter ended May 31, 2005.

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(Last)

(First)

(Middle)

C/O BLUE NILE, INC., 411 FIRST AVENUE S, STE 700 3. Date of Earliest Transaction (Month/Day/Year)  
09/26/2013

(Street)

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SEATTLE, WA 98104 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

(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	09/26/2013		M		2,400 A \$ 21.22	133,168	D
Common Stock	09/26/2013		S		2,400 D \$ 41.6312	130,768	D
Common Stock	09/26/2013		M		4,800 A \$ 29.67	135,568	D
Common Stock	09/26/2013		S		4,800 D \$ 41.6312	130,768	D
Common Stock	09/26/2013		M		6,500 A \$ 31.26	137,268	D
Common Stock	09/26/2013		S		6,500 D \$ 41.6276	130,768	D
Common Stock	09/26/2013		M		2,500 A \$ 32.97	133,268	D
Common Stock	09/26/2013		S		2,500 D \$ 41.5817	130,768	D
Common Stock	09/27/2013		M		6,719 A \$ 29.67	137,487	D
Common Stock	09/27/2013		S		6,719 D \$ 41.0226	130,768	D
Common Stock	09/27/2013		M		481 A \$ 30	131,249	D
Common Stock	09/27/2013		S		481 D \$ 41.0226	130,768	D
Common Stock	09/27/2013		M		6,500 A \$ 31.26	137,268	D

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Common Stock	09/27/2013	S	6,500	D	\$ 41.0174 (5)	130,768	D
Common Stock	09/27/2013	M	2,500	A	\$ 32.97	133,268	D
Common Stock	09/27/2013	S	2,500	D	\$ 41.0317 (6)	130,768	D
Common Stock	09/30/2013	M	7,200	A	\$ 30	137,968	D
Common Stock	09/30/2013	S	7,200	D	\$ 40.4776 (7)	130,768	D
Common Stock	09/30/2013	M	6,500	A	\$ 31.26	137,268	D
Common Stock	09/30/2013	S	6,500	D	\$ 40.4709 (8)	130,768	D
Common Stock	09/30/2013	M	2,500	A	\$ 32.97	133,268	D
Common Stock	09/30/2013	S	2,500	D	\$ 40.4334 (9)	130,768	D

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)

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. Derivative Security (Instr. 3 and 4)
	\$ 21.22	09/26/2013	09/26/2013	M	2,400	(10) 02/22/2019	Title	Amount or Number of Shares

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Stock Options (Right to Buy)								Common Stock	
Stock Options (Right to Buy)	\$ 29.67	09/26/2013	09/26/2013	M	4,800	<u>(12)</u>	05/17/2022	Common Stock	4,800
Stock Options (Right to Buy)	\$ 31.26	09/26/2013	09/26/2013	M	6,500	<u>(13)</u>	05/31/2016	Common Stock	6,500
Stock Options (Right to Buy)	\$ 32.97	09/26/2013	09/26/2013	M	2,500	<u>(14)</u>	08/30/2015	Common Stock	2,500
Stock Options (Right to Buy)	\$ 29.67	09/27/2013	09/27/2013	M	6,719	<u>(12)</u>	05/17/2022	Common Stock	6,719
Stock Options (Right to Buy)	\$ 30	09/27/2013	09/27/2013	M	481	<u>(15)</u>	07/26/2014	Common Stock	481
Stock Options (Right to Buy)	\$ 31.26	09/27/2013	09/27/2013	M	6,500	<u>(13)</u>	05/31/2016	Common Stock	6,500
Stock Options (Right to Buy)	\$ 32.97	09/27/2013	09/27/2013	M	2,500	<u>(14)</u>	08/30/2015	Common Stock	2,500
Stock Options (Right to Buy)	\$ 30	09/30/2013	09/30/2013	M	7,200	<u>(15)</u>	07/26/2014	Common Stock	7,200
Stock Options (Right to Buy)	\$ 31.26	09/30/2013	09/30/2013	M	6,500	<u>(13)</u>	05/31/2016	Common Stock	6,500
Stock Options (Right to Buy)	\$ 32.97	09/30/2013	09/30/2013	M	2,500	<u>(14)</u>	08/30/2015	Common Stock	2,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VADON MARK C C/O BLUE NILE, INC. 411 FIRST AVENUE S, STE 700 SEATTLE, WA 98104	X			

## Signatures

/s/ Lauren Neiswender, Power of Attorney  
Date: 09/30/2013

\*\*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) Represents the weighted average sale price. The highest price at which shares were sold was \$42.31 and the lowest price at which shares were sold was \$40.40.
  - (2) Represents the weighted average sale price. The highest price at which shares were sold was \$42.23 and the lowest price at which shares were sold was \$40.66.
  - (3) Represents the weighted average sale price. The highest price at which shares were sold was \$42.15 and the lowest price at which shares were sold was \$40.41.
  - (4) Represents the weighted average sale price. The highest price at which shares were sold was \$41.51 and the lowest price at which shares were sold was \$40.70.
  - (5) Represents the weighted average sale price. The highest price at which shares were sold was \$41.48 and the lowest price at which shares were sold was \$40.73.
  - (6) Represents the weighted average sale price. The highest price at which shares were sold was \$41.45 and the lowest price at which shares were sold was \$40.66.
  - (7) Represents the weighted average sale price. The highest price at which shares were sold was \$40.92 and the lowest price at which shares were sold was \$39.47.
  - (8) Represents the weighted average sale price. The highest price at which shares were sold was \$40.98 and the lowest price at which shares were sold was \$39.47.
  - (9) Represents the weighted average sale price. The highest price at which shares were sold was \$40.93 and the lowest price at which shares were sold was \$39.52.
  - (10) 25% of the option shares vest on February 23, 2010 and one-forty-eighth of the option shares vest in equal monthly installments over the following thirty-six months.
  - (11) Not applicable.
  - (12) One fourth of the option shares vests every three months from May 18, 2012 for one (1) year.
  - (13) 25% of the option shares vest on June 1, 2007 and one-forty-eighth of the option shares vest in equal monthly installments over the following thirty-six months.
  - (14) 25% of the option shares vest on August 26, 2006 and one-forty-eighth of the option shares vest in equal monthly installments over the following thirty-six months.
  - (15) 25% of the option shares vest on August 26, 2005 and one-forty-eighth of the option shares vest in equal monthly installments over the following thirty-six months.

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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