

CLARCOR INC
Form 4
June 29, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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 *
NANGLE PETER F

(Last) (First) (Middle)
840 CRESCENT CENTRE DRIVE,
SUITE 600
(Street)

FRANKLIN, TN 37067

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CLARCOR INC [CLC]

3. Date of Earliest Transaction (Month/Day/Year)
04/29/2005

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)
VP-Asia

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 Par Value \$1.00	04/29/2005		J ⁽¹⁾		29,455	A	Ⓛ	58,910	D
Common Stock Par Value \$1.00	06/29/2005		M		3,750	A	\$ 9.79	62,660	D
Common Stock Par Value \$1.00	06/29/2005		M		7,500	A	\$ 9.25	70,160	D

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Common Stock Par Value \$1.00	06/29/2005	M	7,500	A	\$ 8.97	77,660	D
Common Stock Par Value \$1.00	06/29/2005	M	11,600	A	\$ 9.25	89,260	D
Common Stock Par Value \$1.00	06/29/2005	M	9,000	A	\$ 13.75	98,260	D
Common Stock Par Value \$1.00	06/29/2005	M	9,000	A	\$ 16.15	107,260	D
Common Stock Par Value \$1.00	06/29/2005	M	4,500	A	\$ 22.8	111,760	D
Common Stock Par Value \$1.00	06/29/2005	F	33,342	D	\$ 29.45	78,418	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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of S
Common Stock Par Value \$1.00	(1)	04/29/2005		J(1)	68,714	(1)	(1)	Common Stock	68,

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Common Stock Par Value \$1.00	\$ 9.79	06/29/2005	M	3,750	12/17/2003	12/16/2007	Common Stock	3,750
Common Stock Par Value \$1.00	\$ 9.25	06/29/2005	M	7,500	12/16/2004	12/15/2008	Common Stock	7,500
Common Stock Par Value \$1.00	\$ 8.97	06/29/2005	M	7,500	12/20/2004	12/19/2009	Common Stock	7,500
Common Stock Par Value \$1.00	\$ 9.25	06/29/2005	M	11,600	12/17/2004	12/16/2010	Common Stock	11,600
Common Stock Par Value \$1.00	\$ 13.75	06/29/2005	M	9,000	12/16/2004	12/15/2011	Common Stock	9,000
Common Stock Par Value \$1.00	\$ 16.15	06/29/2005	M	9,000	12/15/2004	12/14/2012	Common Stock	9,000
Common Stock Par Value \$1.00	\$ 22.8	06/29/2005	M	4,500	12/14/2004	12/13/2013	Common Stock	4,500
Common Stock Par Value \$1.00	\$ 29.45	06/29/2005	A	2,159	06/29/2005	12/16/2007	Common Stock	2,159
Common Stock Par Value \$1.00	\$ 29.45	06/29/2005	A	4,231	06/29/2005	12/15/2008	Common Stock	4,231
Common Stock Par Value \$1.00	\$ 29.45	06/29/2005	A	4,186	06/29/2005	12/19/2009	Common Stock	4,186
Common Stock Par Value \$1.00	\$ 29.45	06/29/2005	A	6,544	06/29/2005	12/16/2010	Common Stock	6,544
	\$ 29.45	06/29/2005	A	5,951	06/29/2005	12/15/2011		5,951

Common
Stock Par
Value
\$1.00

Common
Stock

Common
Stock Par
Value
\$1.00

\$ 29.45 06/29/2005 A 6,416 06/29/2005 12/14/2012

Common
Stock

6,4

Common
Stock Par
Value
\$1.00

\$ 29.45 06/29/2005 A 3,855 06/29/2005 12/13/2013

Common
Stock

3,8

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

NANGLE PETER F
840 CRESCENT CENTRE DRIVE, SUITE 600
FRANKLIN, TN 37067

VP-Asia

Signatures

Marcia S. Blaylock, By Power of
Attorney

06/29/2005

__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) Adjustment for two-for-one stock split.

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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