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KELLER DAVID L

Form 3

August 05, 2010

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

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January 31, 2005

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response... 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 *

KELLER DAVID L

(Last) (First)

(Middle)

Statement (Month/Day/Year)

08/05/2010

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

GLOBAL POWER EQUIPMENT GROUP INC.

[GLPW]

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O GLOBAL POWER (Check all applicable) **EQUIPMENT GROUP**

INC., Â 5199 N. MINGO ROAD

(Street)

X Director 10% Owner

X_ Officer Other (give title below) (specify below) President & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

TULSA, OKÂ 74117

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership (Instr. 5)

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Form: Direct (D) or Indirect (I) (Instr. 5)

Common Stock, \$0.01 par value per share 60,418 (1)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

D

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

4 Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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Date Expiration Title Exercisable Date

Amount or Derivative Number of Security Shares Security: Direct (D) or Indirect (I)

(1) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KELLER DAVID L C/O GLOBAL POWER EQUIPMENT GROUP INC. 5199 N. MINGO ROAD TULSA, OKÂ 74117

X Â Â President & CEO Â

Signatures

/s/ Tracy D. Pagliara for David L. Keller by Power of Attorney

08/05/2010

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
 - Includes 39,585 restricted stock units granted under the Management Incentive Plan and 20,833 other shares. Of the 39,585 restricted stock units, each of which represents the right to receive one share of Common Stock of Global Power Equipment Group Inc., 12,502,
- (1) 12,500, 12,500, and 2,083 will vest on March 31 of each of 2011, 2012, 2013, and 2014, respectively, subject to continued employment through the vesting date. Any units that do not vest will be forfeited. (All numbers are as adjusted for the 1-for-9 reverse stock split effected June 30, 2010.)

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Remarks:

Power of Attorney is attached hereto as Exhibit 24

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.

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