Edgar Filing: RULSEH JAMES R - Form 4

RULSEH J Form 4										
October 06	ЛЛ							-	PPROVAL	
	UNITED	STATES		RITIES A			COMMISSIO	N OMB Number:	3235-0287	
if no lo subject Section Form 4 Form 5 obligat may co	to 16. or Filed pur ions Section 17(F CHAN	Estimated a burden hou response	urs per					
(Print or Type	e Responses)									
1. Name and Address of Reporting Person <u>*</u> RULSEH JAMES R			2. Issuer Name and Ticker or Trading Symbol WOODWARD GOVERNOR CO [WGOV]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 1000 E. DRAKE ROAD			3. Date of Earliest Transaction (Month/Day/Year) 10/01/2009				X_Director10% Owner Officer (give titleOther (specify below)below)			
EOPT CO	4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 					
	LLINS, CO 80525						Person			
(City) 1.Title of Security (Instr. 3)	(State) 2. Transaction Date (Month/Day/Year)	(Zip) 2A. Deemo Execution any (Month/Da	ed 3. 4. Date, if TransactionAd Code Di		4. Securiti nAcquired Disposed (Instr. 3, 4	es (A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	of, or Beneficia 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
Reminder: Ro	eport on a separate line	for each cla	ass of sect	urities benef	Perso inform requir	ns who res lation cont ed to respo	or indirectly. spond to the colle ained in this forn ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

number.

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquire (A) or Dispose (D) (Instr. 3) and 5)	d of				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Shares
Nonqualified Stock Option (right to buy)	\$ 23.18	10/01/2009		Α		7,600		<u>(1)</u>	10/01/2019	Woodward Governor Company Common Stock	7,60

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
RULSEH JAMES R 1000 E. DRAKE ROAD FORT COLLINS, CO 80525	Х							
Signatures								
Kathleen A. Waelti, by Power of Attorney	of	10/0	6/2009					
<u>**</u> 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) Options become exercisable at the rate of 25% per year beginning 10/01/2010.

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.