Edgar Filing: COHEN & STEERS INC - Form 4

COHEN & S	TEERS INC										
Form 4											
March 01, 20)05										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSI								OMB APPROVAL			
	• UNITED	STATES SI				NGE C	OMMISSION	OMB	3235-0287		
Check thi	s box		Washington,	D.C. 20	549			Number:	January 31,		
if no long	ar	IENT OF (THANCES IN	BENEEI	СТА		NEDSHID OF	Expires:	2005		
subject to)			GES IN BENEFICIAL OWNERS SECURITIES			VERSIII OF	Estimated average			
Section 1 Form 4 or			SECON	SECURITIES				burden hours per response 0.5			
Form 5		suant to Sec	tion 16(a) of th	e Securit	ies E	xchange	e Act of 1934.	response	0.5		
obligation	¹⁸ Section 176						1935 or Section	n			
may cont See Instru	inue.		the Investment	•	· ·						
1(b).				-							
(Print or Type F	Responses)										
1 Name and A	ddress of Reporting	Derson *		T . 1	т I'		5 Pelationship of	Paparting Dars	on(s) to		
Simon Richa	mbol	r Name and Ticker or Trading			5. Relationship of Reporting Person(s) to Issuer						
		•	OHEN & STEE	RS INC	ICN	SI					
							(Check all applicable)				
			Date of Earliest Tr Ionth/Day/Year)	of Earliest Transaction				_X_ Director 10% Owner			
			2/28/2005	-			Officer (give titleOther (specify				
THIRD AV		01 02	2012003				below)	below)			
			If Amendment, Da	Amendment, Date Original (Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line)				
			led(Month/Day/Year								
			``	,			_X_ Form filed by C				
NEW YORI	K, NY 10017						Form filed by M Person	lore than One Re	porting		
(City)	(State)	(Zip)	Table I Non D	anivativa (20000	itian A an	wined Dispaged of	on Donoficial	. Owned		
1 70.1						-	uired, Disposed of		-		
1.Title of Security	2. Transaction Date (Month/Day/Year)	Execution D		4. Securit			5. Amount of Securities	6. Ownership Form: Direct			
(Instr. 3)	(Wondin Day, Tear)	any	on Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)				Beneficially	(D) or	Beneficial		
		(Month/Day	(Year) (Instr. 8)				Owned	Indirect (I)	Ownership		
							Following Reported	(Instr. 4)	(Instr. 4)		
					(A)		Transaction(s)				
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common			Coue v	7 milount	(2)	11100					
Stock, par	02/20/2005		D	2 000		\$	2.9(2	D			
value \$0.01	02/28/2005		Р	2,000	А	18.29	2,863	D			
per share											

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

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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director 10% Owner		Officer	Other				
Simon Richard P COHEN & STEERS, INC. 757 THIRD AVENUE NEW YORK, NY 10017	Х							
Signatures								
Lawrence B. Stoller, Attorney- Simon	03/01/2005							
<u>**</u> Signature of Report		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).

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.

Date