HERBERT MICHAEL J

Form 4

January 31, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 323

Number: 3235-0287

Sypiron: January 31,

OMB APPROVAL

Expires: 2005
Estimated average

burden hours per

if no longer subject to Section 16. Form 4 or Form 5

Check this box

Form 4 or
Form 5
obligations
may continue.

See Instruction

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

response... 0.5

1(b).

Common

Stock

01/30/2012

(Print or Type Responses)

1. Name and Address of Reporting Person * HERBERT MICHAEL J		Sy	mbol	nd Ticker or Trading NUFACTURING CO	5. Relationship of Reporting Person(s) to Issuer			
			NC /CA/ [NY		(Che	ck all applicable	2)	
(Last)	(First) (M	fiddle) 3.]	Date of Earliest	Transaction	Director		Owner	
		`	Ionth/Day/Year)	_X_ Officer (giv below)	below)	er (specify	
5956 W. LAS POSITAS BLVD.		/D. 01	1/30/2012		Vice President			
(Street)			If Amendment,	Date Original	6. Individual or Joint/Group Filing(Check			
		Fil	led(Month/Day/Y	ear)	Applicable Line)	Ona Danautina Da	***	
PLEASANT	ΓΟN, CA 94588				_X_ Form filed by I Form filed by I Person	More than One Re		
(City)	(State)	(Zip)	Table I - Nor	n-Derivative Securities Acc	quired, Disposed o	f, or Beneficial	ly Owned	
1.Title of	2. Transaction Date	2A. Deemed		4. Securities Acquired	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Da		ction(A) or Disposed of (D)	Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	(Instr. 3, 4 and 5)	Beneficially	(D) or	Beneficial	
		(Month/Day/	/Year) (Instr. 8	3)	Owned	Indirect (I)	Ownership	
					Following	(Instr. 4)	(Instr. 4)	
				(A)	Reported			
				or	Transaction(s)			

Code V Amount

A

3,435

(1)

(D)

Price

33.23

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.

SEC 1474

(9-02)

(Instr. 3 and 4)

D

6,835

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and A Underlying S (Instr. 3 and	Securities	8 I S (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Options on Common Stock	\$ 40.72					01/26/2007(2)	01/26/2013	Common Stock	4,000	
Options on Common Stock	\$ 29.66					02/03/2012(2)	02/03/2018	Common Stock	40,000	

Reporting Owners

Reporting Owner Name / Address	Relationships
Reporting Owner Maine / Address	

Director 10% Owner Officer Other

HERBERT MICHAEL J 5956 W. LAS POSITAS BLVD. PLEASANTON, CA 94588

Vice President

Signatures

MICHAEL J. HERBERT 01/30/2012

**Signature of Reporting Date
Person

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) Restricted stock unit awards vest one fourth on each of the transaction date and the first, second and third anniversaries of the transaction date.
- (2) This date represents the date of the first annual vesting period. This option vests equally over four years beginning with the date of grant. 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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