

DAVIS JOE R
Form 4
April 04, 2007

FORM 4

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

OMB APPROVAL

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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 *
DAVIS JOE R

2. Issuer Name and Ticker or Trading Symbol
CONSOLIDATED GRAPHICS INC
/TX/ [cgx]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
04/02/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Executive Officer

CONSOLIDATED GRAPHICS, 5858 WESTHEIMER SUITE 200

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

HOUSTON, TX 77057

(City) (State) (Zip)

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 Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock					104,800	D	

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)

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. 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)
Restricted Stock Unit Awards	\$ 0	04/02/2007	04/02/2007	A	12,500	04/01/2008 ⁽¹⁾ 04/01/2017 ⁽²⁾	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DAVIS JOE R CONSOLIDATED GRAPHICS 5858 WESTHEIMER SUITE 200 HOUSTON, TX 77057	X		Chief Executive Officer	

Signatures

Joe R. Davis 04/04/2007
 **Signature of Date
 Reporting 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) 3,125 restricted stock units vest on each of April 1, 2008, 2009, and 2010, with the final 3,125 units vesting on March 31, 2011.
- (2) Exceptions to the stated expiration date are certain events of termination of Mr. Davis' employment agreement and/or a change in control event.
 Includes previously reported stock options grants totalling 1,100,000 shares as follows: 250,000 @ \$53.25, 300,000 @ \$11.4375, 50,000 @ \$19.10, 50,000 @ \$14.75, 50,000 @ \$23.00, 50,000 @ \$41.51, 50,000 @ \$50.84, and 300,000 @ \$50.90. Each of these stock option grants have been vested; however, certain restrictions on the sale of the underlying shares of any options exercised is imposed on 480,000 options as of March 31, 2007. These restrictions are scheduled to lift on 120,000 options each of March 31, 2008, 2009, 2010 and 2011, although these restrictions are subject to being accelerated or deferred based on certain events of termination of Mr. Davis' employment agreement and/or a change in control event.
- (4) Also includes 12,500 restricted stock unit awards previously granted, of which 2,500 are vested and the remaining 10,000 vest in 2,500 unit increments on each of April 1, 2008, April 1, 2009, April 1, 2010 and March 31, 2011 or upon the earlier occurrence of certain events of termination of Mr. Davis' employment agreement and/or change in control event.

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.