Edgar Filing: REMBOLT JAY - Form 4

Form 4	JAI										
September 2	8, 2009										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB APPROVAL			
	UNITEL	JSIAIES		shington,			INGE C	01v11v1155101N	OMB Number:	3235-0287	
Check th if no long subject to Section 1 Form 4 c	STATEMENT OF CHANGES IN BENEFICIAL OWNE 16. SECURITIES							NERSHIP OF	Expires: January 3 20 Estimated average burden hours per response		
Form 5 obligatio may cont <i>See</i> Instr 1(b).	Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section of the Investment Company Act of 1940						l				
(Print or Type l	Responses)										
1. Name and Address of Reporting Person <u>*</u> REMBOLT JAY			2. Issuer Name and Ticker or Trading Symbol WD 40 CO [WDFC]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(Check all applicable)			
1061 CUDAHY PLACE			(Month/Day/Year) 09/25/2009					Director 10% Owner X Officer (give title Other (specify below) below) below) Principal Accounting Officer			
	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					
SAN DIEG	O, CA 92110							Form filed by Me Person	ore than One Rej	oorting	
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative	Secur	rities Acqu	uired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date any (Month/Day/Y		n Date, if	3. Transactic Code (Instr. 8)	4. Securi or(A) or Di (Instr. 3,	4 and (A)	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	09/25/2009			М	3,000	А	\$ 23.5	12,756 <u>(1)</u>	D		
Common Stock	09/25/2009			S	3,000	D	\$ 28.203	9,756 <u>(1)</u>	D		

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

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

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. Transactic Code (Instr. 8)	5. Number out Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	e Expiration Da (Month/Day/Y	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities1(Instr. 3 and 4)5	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Incentive Stock Option	\$ 23.5	09/25/2009		М	3,00) 09/28/2000	09/28/2009	Common Stock	3,000	

Reporting Owners

Reporting Owner Name / Addre	Relationships						
	Director	10% Owner	Officer	Other			
REMBOLT JAY 1061 CUDAHY PLACE SAN DIEGO, CA 92110			Principal Accounting Officer				
Signatures							
Jay Rembolt	09/28/2009						

**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) Total includes 4206 shares held in WD-40 Company Profit Sharing Plan (Company Stock Fund) account; estimated number of shares based upon equivalent value of units held. Also includes 5250 restricted stock units.

ISO 4000 shares exercisable 09/26/01 at \$20.813 exp. 09/26/10; ISO 3500 shares exercisable 06/05/02 at \$19.65 exp. 06/05/11; ISO 1504 shares exercisable 09/25/02 at \$20.75 exp. 09/25/11; Non Qualified Stock Options (NQSO) 3496 shares exercisable 09/25/02 at \$20.75 exp. 09/25/11; NQSO 5000 shares (1700 exercisable 09/24/03; 1650 exercisable 09/24/04; 1650 exercisable 09/24/05) at \$27.56 exp.

(2) 09/24/12; NQSO 5000 shares (1700 exercisable 09/23/04; 1650 exercisable 09/23/05; 1650 exercisable 09/23/06) at \$29.30 exp. 09/24/13; NQSO 5000 shares (1700 exercisable 10/19/05; 1650 exercisable 10/19/06; 1650 exercisable 10/19/07) at \$27.67 exp. 10/19/14. NQSO 5000 shares (1700 exercisable 10/18/06; 1650 exercisable 10/18/07; 1650 exercisable 10/18/08) at \$27.27 exp. 10/18/15.

In addition to the options listed in the above footnote: NQSO 5000 shares (1700 exercisable 10/17/07, 1650 exercisable 10/17/08, 1650 (3) exercisable 10/17/09) at \$35.99 exp. 10/17/16; NQSO 6160 (2094 exercisable 10/16/08; 2033 exercisable 10/16/09; 2033 exercisable 10/16/10) at \$36.03 exp. 10/16/17.

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.