

REX STORES CORP
Form 4
May 04, 2009

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 *
Fuchs David

(Last) (First) (Middle)
1366 HOLLOWCREEK DRIVE
(Street)

MIAMISBURG, OH 45342

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
REX STORES CORP [RSC]

3. Date of Earliest Transaction (Month/Day/Year)
05/01/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP - MIS

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

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 \$.01 par value	05/01/2009		M	2,000	A \$ 8.01	2,000	D
Common stock \$.01 par value	05/01/2009		S	800	D \$ 12	1,200	D
Common stock \$.01 par value	05/01/2009		S	200	D \$ 12.01	1,000	D
Common stock \$.01	05/01/2009		S	1,000	D \$ 0		D
					12.25		

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a currently valid OMB number. => 32,864 (2) (2)11/23/2016 Common Stock 32,864 (2) 0 D Restricted Stock Units (3)12/08/2010 D 11,585 (4) (4)01/02/2013 Common Stock 31,666 \$ 12.75 (4) 0 D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jurasek Christopher 13625 TECHNOLOGY DRIVE EDEN PRAIRIE, MN 55344			VP, President APS, CIO	

Signatures

/s/ Christopher
 Jurasek 12/08/2010
 **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) In connection with the acquisition of the Company by a wholly owned subsidiary of Tyco Electronics Ltd. ("TE") on December 8, 2010 (the "Acquisition") pursuant to an agreement and plan of merger dated July 12, 2010, as amended July 24, 2010 (the "Merger Agreement"), these shares of Company common stock were canceled and automatically converted into the right to receive \$12.75 per share in cash, without interest and less any applicable withholding taxes.
- (2) In connection with the Acquisition, this option vested in accordance with the terms of its applicable option award agreement, was assumed by TE and replaced with an option to purchase a number of shares of TE common stock equal to the number of shares of Company common stock based on a formula set forth in the Merger Agreement.
- (3) Settled one-for-one in shares of Company common stock.
- (4) In connection with the Acquisition, these restricted stock units were canceled in exchange for the right to receive an amount equal to the total number of shares of common stock represented by such restricted stock units at target multiplied by \$12.75 per share, less any applicable withholding taxes.

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.