

STANDARD MOTOR PRODUCTS INC
Form 4
March 01, 2005

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 *
BURKE JAMES J

2. Issuer Name and Ticker or Trading Symbol
STANDARD MOTOR PRODUCTS INC [SMP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
37-18 NORTHERN BLVD.
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/28/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Financial Officer

LONG ISLAND CITY, NY 11101
(City) (State) (Zip)

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

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) Code V Amount (D) Price			
Common Stock					10,000	D	
Common Stock <u>(1)</u>					3,514	D <u>(1)</u>	

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

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SEC 1474 (9-02)

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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. 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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option - Common Stock ⁽²⁾	\$ 21.5	02/26/1998		J		2,000		02/26/2000	02/26/2005	Common Stock	2,000
Stock Option - Common Stock	\$ 22.5	02/26/1998		A		2,000		02/26/2001	02/26/2006	Common Stock	2,000
Stock Option - Common Stock	\$ 21.59	07/03/2000		A		5,750		01/02/2000	01/02/2005	Common Stock	5,750
Stock Option - Common Stock	\$ 22.59	07/03/2000		A		5,750		09/18/2000	09/18/2005	Common Stock	5,750
Stock Option - Common Stock	\$ 23.59	07/03/2000		A		5,750		09/18/2001	09/18/2006	Common Stock	5,750
Stock Option - Common Stock	\$ 22.84	07/03/2000		A		5,000		05/27/2000	05/27/2005	Common Stock	5,000
Stock Option - Common Stock	\$ 23.84	07/03/2000		A		5,000		05/27/2001	05/27/2006	Common Stock	5,000
Stock Option - Common Stock	\$ 24.84	07/03/2000		A		5,000		05/27/2002	05/27/2007	Common Stock	5,000
	\$ 9.29	05/18/2000		A		5,000		05/18/2002	05/18/2007		5,000

Stock Option - Common Stock	Price	Grant Date	Exercise Price	Quantity	Expiration Date	Common Stock	Quantity
Stock Option - Common Stock	\$ 10.29	05/18/2000	A	5,000	05/18/2002 05/28/2007	Common Stock	5,000
Stock Option - Common Stock	\$ 11.29	05/18/2000	A	5,000	05/18/2003 05/28/2008	Common Stock	5,000
Stock Option - Common Stock	\$ 13.74	02/14/2003	A	4,000	02/14/2004 02/14/2009	Common Stock	4,000
Stock Option - Common Stock	\$ 14.74	02/14/2003	A	4,000	02/14/2005 02/14/2010	Common Stock	4,000
Stock Option - Common Stock	\$ 15.74	02/14/2003	A	4,000	02/14/2006 02/14/2011	Common Stock	4,000
Stock Option - Common Stock	\$ 13.55	05/24/2004	A	3,750	05/24/2005 05/24/2014	Common Stock	3,750
Stock Option - Common Stock	\$ 14.91	05/24/2004	A	3,750	05/24/2006 05/24/2014	Common Stock	3,750

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BURKE JAMES J 37-18 NORTHERN BLVD. LONG ISLAND CITY, NY 11101			Chief Financial Officer	

Signatures

/s/ James J. Burke
02/28/2005
Date

Signature of
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) Shares in ESOP Plan

(2) Stock option expired with no value received.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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