NN INC Form 4 August 06, 2008

### FORM 4

#### OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or

GES IN BENEFICIAL OWNERSHIP OF Expires: January 31, 2005

Expires. 2005
Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

1(b).

Form 5

(Print or Type Responses)

1. Name and Address of Reporting Person * WARSHAW STEVEN T		_	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
(Last) (First) (Middle)		(Middle)	NN INC [NNBR]  3. Date of Earliest Transaction	(Check all applicable)		
2000 WATE	,		(Month/Day/Year) 08/05/2008	_X Director 10% Owner Officer (give title below) Other (specify below)		
	(Street)		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		
JOHNSON	CITY, TN 37	604		Form filed by More than One Reporting Person		

(City)	(State)	(Zip)	Table I	- Non-l	Derivativ	ve Securities Acqui	red, Disposed o	f, or Ber	neficial	lly Owned
1.Title of	2. Transaction Date	2A. Deemed	3.		4. Secur	rities Acquired (A)	5. Amount of	6.		7. Natur

1.11tle of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties A	equired (A)	5. Amount of	6.	/. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	omr Dispos	sed of	(D)	Securities	Ownership	Indirect
(Instr. 3)		any	Code	(Instr. 3,	4 and	5)	Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Direct (D)	Ownership
							Following	or Indirect	(Instr. 4)
					(A)		Reported	(I)	
					(A)		Transaction(s)	(Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
C			Code v	Amount	(D)	Titte			
Common	08/05/2008		M	3,500	Α	\$ 6.38	5,500	D	
Stock				- ,		,	- ,		
Common						<b>¢</b>			
	08/05/2008		S	3,500	D	\$ 14.9171	2,000	D	
Stock				•		14.91/1	•		

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)

#### Edgar Filing: NN INC - Form 4

# 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 proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercise Expiration Date (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 6.38	08/05/2008		M	3,500	12/07/1998	12/07/2008	Common Stock	3,500

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
WARSHAW STEVEN T 2000 WATERS EDGE DR. BUILDING C, SUITE 12 JOHNSON CITY, TN 37604	X						

#### **Signatures**

/s/William C. Kelly, Jr., by Power of Attorney 08/06/2008

\*\*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).

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.

Reporting Owners 2