Grudzien Jeffrey M Form 4 May 16, 2011

## FORM 4

### **OMB APPROVAL**

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

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

Form 4 or Form 5 obligations STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Estimated average burden hours per response... 0.5

may continue.

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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Grudzien Jeffrey M

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

ROGERS CORP [ROG]

(Check all applicable)

(First) (Last)

3. Date of Earliest Transaction

(Month/Day/Year) 05/12/2011

Director 10% Owner X\_ Officer (give title Other (specify below)

VP Sales and Marketing

C/O ROGERS CORPORATION, ONE TECHNOLOGY DRIVE PO BOX 188

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

 $D^{(2)}$ 

ROGERS, CT 06263-0188

(Instr. 3, 4 and 5)

1.Title of Security (Instr. 3)

(City)

(State) (Zip)

(Month/Day/Year)

(Middle)

3. 2. Transaction Date 2A. Deemed 4. Securities Execution Date, if TransactionAcquired (A) or Code Disposed of (D)

Code V Amount

(Instr. 8)

5. Amount of 6. Ownership 7. Nature of Form: Direct Indirect Securities Beneficially (D) or Owned Indirect (I) Following (Instr. 4)

Reported (A)

Transaction(s) (Instr. 3 and 4) (D) Price

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Capital (Common)

05/12/2011

Α 1.650 Α \$0 3,228.643

Stock (1)

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

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Beneficial

Ownership

(Instr. 4)

### Edgar Filing: Grudzien Jeffrey M - 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. Transaction Code (Instr. 8)	5. Number proof 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	Amou or Numl of Share
Employee Stock Option (Right to Buy)	\$ 47.89	05/12/2011		A	4,700	05/12/2013(3)	05/12/2021	Capital (Common) Stock	4,70

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Grudzien Jeffrey M C/O ROGERS CORPORATION ONE TECHNOLOGY DRIVE PO BOX 188 ROGERS, CT 06263-0188

VP Sales and Marketing

## **Signatures**

Alice R. Tetreault as Power of
Attorney
05/16/2011

\*\*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).
- Represents the award of Time-Based Restricted Stock Units that convert to common stock on a one-for-one basis pursuant to the 2009
- (1) Long-Term Equity Compensation Plan. This Time-Based Restricted Stock Unit award vests on the third anniversary of the grant date unless the grantee should retire, die or become disabled, in which case a pro-rated amount of stock would be paid.
- (2) Mr. Grudzien also indirectly owns 1,091.9758 shares of Rogers Corporation Capital (Common) Stock through the Company's 401(k) plan.
- (3) This Non-Qualified Stock Option was granted pursuant to the 2009 Long-Term Equity Compensation Plan and is exercisable in one-third increments on the second, third and fourth anniversary dates of the grant.

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.

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