

LINCOLN ELECTRIC HOLDINGS INC
 Form 4
 March 05, 2008

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 *
BLANKENSHIP GEORGE D

2. Issuer Name and Ticker or Trading Symbol
LINCOLN ELECTRIC HOLDINGS INC [LECO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 22801 ST. CLAIR AVENUE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 03/03/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Sr. V.P., Global Engineering

CLEVELAND, OH 44117-1199
 (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 Indirect Ownership (Instr. 4)
			Code	V	Amount or Price (A) or (D)		
Common Shares	03/03/2008		M		11,825 A \$ 23.46	0	D
Common Shares	03/03/2008		S		11,825 D <u>(1)</u>	0	D
Common Shares	03/03/2008		M		12,000 A \$ 23.9	0	D
Common Shares	03/03/2008		S		12,000 D <u>(2)</u>	5,040 ⁽³⁾	D
Common Shares						5,988.839 ⁽⁴⁾	I by 401(k)

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

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(9-02)

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
Employee Stock Option (Right to Buy)	\$ 23.46	03/03/2008		M	11,825	⁽⁵⁾ 11/20/2012	Common Shares 11,825
Employee Stock Option (Right to Buy)	\$ 23.9	03/03/2008		M	12,000	⁽⁵⁾ 10/08/2013	Common Shares 12,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BLANKENSHIP GEORGE D 22801 ST. CLAIR AVENUE CLEVELAND, OH 44117-1199			Sr. V.P., Global Engineering	

Signatures

/s/ Jennifer I. Ansberry, Jennifer I. Ansberry as Attorney-in-Fact for George D. Blankenship 03/05/2008

__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).

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- (1) 400 shares sold at \$66.92; 400 shares sold at \$67.00; 200 shares sold at \$67.05; 1194 shares sold at \$67.08; 406 shares sold at \$67.09; 100 shares sold at \$67.10; 1500 shares sold at \$67.13; 900 shares sold at \$67.14; 300 shares sold at \$67.15; 400 shares sold at \$67.16; 500 shares sold at \$67.19; 200 shares sold at \$67.22; 200 shares sold at \$67.23; 200 shares sold at \$67.25; 800 shares sold at \$67.26; 300 shares sold at \$67.27; 900 shares sold at \$67.28; 162 shares sold at \$67.29; 500 shares sold at \$67.30; 100 shares sold at \$67.34; 700 shares sold at \$67.35; 1,200 shares sold at \$67.37; 100 shares sold at \$67.38; 30 shares sold at \$67.40; 133 shares sold at \$67.41.
- (2) 67 shares sold at \$67.41; 1100 shares sold at \$67.42; 600 shares sold at \$67.43; 64 shares sold at \$67.44; 395 shares sold at \$67.45; 300 shares sold at \$67.46; 1200 shares sold at \$67.47; 1404 shares sold at \$67.49; 300 shares sold at \$67.50; 600 shares sold at \$67.51; 900 shares sold at \$67.52; 700 shares sold at \$67.53; 770 shares sold at \$67.54; 200 shares sold at \$67.56; 200 shares sold at \$67.57; 400 shares sold at \$67.58; 300 shares sold at \$67.62; 200 shares sold at \$67.63; 100 shares sold at \$67.64; 6 shares sold at \$67.67; 94 shares sold at \$67.68; 300 shares sold at \$67.70; 800 shares sold at \$67.71; 500 shares sold at \$67.72; 200 shares sold at \$67.73; 200 shares sold at \$67.76; 100 shares sold at \$67.78.
- (3) 1070 shares are held as Joint Tenants - George D. Blankenship and Karen Blankenship (spouse).
- (4) Held by trust pursuant to The Lincoln Electric Company 401(k) plan. Holdings are reported on a unitized basis, which amount represents approximately 2,492.618 shares.
- (5) Exercisable in three equal 1/3 installments on the first, second and third anniversaries of the date of grant.

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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