VAN DER MERWE ROBERT P

Form 4 June 19, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

Expires:

January 31, 2005

response...

Estimated average burden hours per 0.5

if no longer subject to Section 16. Form 4 or Form 5

Check this box

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).

(Print or Type Responses)

1. Name and Ad VAN DER N	•	_	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			PAXAR CORP [PXR]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
105 CORPO	RATE PAR	RK DRIVE	(Month/Day/Year) 06/15/2007	X Director 10% OwnerX Officer (give title Other (specify below) below) President and CEO		
(Street) WHITE PLAINS, NY 10604			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
			Filed(Month/Day/Year)			
(City)	(State)	(Zip)	Tabla I - Non-Darivativa Sacurities A	Acquired Disposed of or Repeticially Owns		

. •		Table	: I - Moll-De	erivative S	ecuri	ies Acq	jun eu, Disposeu o	i, or belieficial	ly Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securiti	es Aco	quired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	n(A) or Dis	posed	of	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(D)			Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4	and 5	i)	Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					()		Reported		
					(A)		Transaction(s)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common	06/15/2007		D	75,000	D	<u>(1)</u>	0	D	
Stock									

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

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.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: VAN DER MERWE ROBERT P - Form 4

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 of orDerivative 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 (right to buy)	\$ 17.36	06/15/2007		D		25,000	<u>(2)</u>	04/25/2015	Common Stock	25,000
Stock Option (right to buy)	\$ 17.91	06/15/2007		D		40,000	(3)	06/06/2015	Common Stock	40,000
Stock Option (right to buy)	\$ 20.35	06/15/2007		D		30,000	<u>(4)</u>	01/26/2016	Common Stock	30,000
Stock Option (right to buy)	\$ 22.02	06/15/2007		D		42,098	<u>(5)</u>	01/25/2017	Common Stock	42,098

Reporting Owners

Reporting Owner Name / Address	Relationships							
Toporous o whor remove reaction	Director	10% Owner	Officer	Other				
VAN DER MERWE ROBERT P 105 CORPORATE PARK DRIVE WHITE PLAINS, NY 10604	X		President and CEO					

Signatures

/s/ Robert S. Stone, Attorney-in-Fact 06/19/2007

**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) Pursuant to a merger agreement between the issuer and Avery Dennison Corporation, these shares were disposed of for \$30.50 per share at the effective time of the merger.

Reporting Owners 2

Edgar Filing: VAN DER MERWE ROBERT P - Form 4

- The reporting person was granted options to purchase 50,000 shares of common stock on April 25, 2005, which became exercisable in four equal annual installments beginning on April 25, 2006. 25,000 shares remain unexercised and were cancelled in the merger between
- (2) the issuer and Avery Dennison Corporation in exchange for options of Avery Dennisons's common stock, representing the product of 25,000 shares of common stock and \$30.50 divided by the average Avery Dennison stock price of \$64.819 over the 20 trading days immediately prior to the merger.
 - The reporting person was granted options to purchase 80,000 shares of common stock on July 6, 2005, which became exercisable in four equal annual installments beginning on July 6, 2006. 40,000 shares remain unexercised and were cancelled in the merger between the
- (3) issuer and Avery Dennison Corporation in exchange for options of Avery Dennisons's common stock, representing the product of 40,000 shares of common stock and \$30.50 divided by the average Avery Dennison stock price of \$64.819 over the 20 trading days immediately prior to the merger.
 - The reporting person was granted options to purchase 40,000 shares of common stock on January 26, 2006, which became exercisable in four equal annual installments beginning on January 26, 2007. 30,000 shares remain unexercised and were cancelled in the merger
- (4) between the issuer and Avery Dennison Corporation in exchange for options of Avery Dennisons's common stock, representing the product of 30,000 shares of common stock and \$30.50 divided by the average Avery Dennison stock price of \$64.819 over the 20 trading days immediately prior to the merger.
 - The reporting person was granted options to purchase 42,098 shares of common stock on January 25, 2007, which became exercisable in four equal annual installments beginning on January 25, 2008. 42,098 shares remain unexercised and were cancelled in the merger
- (5) between the issuer and Avery Dennison Corporation in exchange for options of Avery Dennisons's common stock, representing the product of 42,098 shares of common stock and \$30.50 divided by the average Avery Dennison stock price of \$64.819 over the 20 trading days immediately prior to the merger.

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.