

FULCHINO PAUL E
Form 4
January 30, 2006

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
FULCHINO PAUL E

(Last) (First) (Middle)

2750 REGENT BLVD.

(Street)

DFW AIRPORT, TX 75261

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
AVIALL INC [AVL]

3. Date of Earliest Transaction
(Month/Day/Year)
01/26/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Chairman, President and CEO

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/26/2006		A		5,723	A	<u>11</u>	209,620	D	
Common Stock	01/30/2006		M		13,404	A	\$ 7.46	223,024	D	

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: FULCHINO PAUL E - 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 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 Underlying (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Stock Appreciation Right	\$ 32.43	01/26/2006		A		90,000		(2)	(2)	Common Stock
Stock Appreciation Right	\$ 32.43	01/26/2006		A		200,000		(3)	(3)	Common Stock
Employee Stock Option (right to buy)	\$ 7.46	01/30/2006		M		13,404		01/30/2006	01/30/2011	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
FULCHINO PAUL E 2750 REGENT BLVD. DFW AIRPORT, TX 75261	X Chairman, President and CEO

Signatures

R. Sean Elliott, attorney-in-fact for Paul E. Fulchino 01/30/2006

__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).

(1) Not applicable.

(2) The Stock Appreciation Right vests as to 29,700 shares on January 26, 2007 and will expire with respect to those shares on January 26, 2012. The Stock Appreciation Right vests as to 29,700 shares on January 26, 2008 and will expire with respect to those shares on January 26, 2013. The Stock Appreciation Right vests as to 30,600 shares on January 26, 2009 and will expire with respect to those shares on January 26, 2014.

(3) The Stock Appreciation Right vests as to 50,000 shares on January 26, 2007 and will expire with respect to those shares on January 26, 2012. The Stock Appreciation Right vests as to 50,000 shares on January 26, 2008 and will expire with respect to those shares on January 26, 2013. The Stock Appreciation Right vests as to 50,000 shares on January 26, 2009 and will expire with respect to those shares on January 26, 2014. The Stock Appreciation Right vests as to 50,000 shares on January 26, 2010 and will expire with respect to those shares on January 26, 2015.

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

Edgar Filing: FULCHINO PAUL E - Form 4

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.