

ROGERS CORP
Form 4/A
January 10, 2006

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 *
BOOMER WALTER E

(Last) (First) (Middle)

BAXTER INTERNATIONAL INC.

(Street)

DEERFIELD, IL 60015

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ROGERS CORP [ROG]

3. Date of Earliest Transaction (Month/Day/Year)
01/09/2006

4. If Amendment, Date Original Filed (Month/Day/Year)
01/10/2006

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Capital (Common) Stock | 01/09/2006 | | M | | 10,000 | A | \$ 22.5 |
| | | | | | 44,929.227 | D | |
| Capital (Common) Stock | 01/09/2006 | | S | | 900 | D | \$ 46.7 |
| | | | | | 44,029.227 | D | |
| Capital (Common) Stock | 01/09/2006 | | S | | 700 | D | \$ 46.71 |
| | | | | | 43,329.227 | D | |
| Capital (Common) Stock | 01/09/2006 | | S | | 600 | D | \$ 46.73 |
| | | | | | 42,729.227 | D | |

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| | | | | | | | |
|------------------------------|------------|---|-------|---|---------------|------------|---|
| Capital (Common) Stock | 01/09/2006 | S | 1,200 | D | \$ 46.8 | 41,529.227 | D |
| Capital (Common) Stock | 01/09/2006 | S | 200 | D | \$ 46.9 | 41,329.227 | D |
| Capital (Common) Stock | 01/09/2006 | S | 100 | D | \$ 46.99 | 41,229.227 | D |
| Capital (Common) Stock | 01/09/2006 | S | 300 | D | \$ 47.11 | 40,929.227 | D |
| Capital (Common) Stock | 01/09/2006 | S | 500 | D | \$ 47.15 | 40,429.227 | D |
| Capital (Common) Stock | 01/09/2006 | S | 120 | D | \$ 47.16 | 40,309.227 | D |
| Capital (Common) Stock | 01/09/2006 | S | 580 | D | \$ 47.17 | 39,729.227 | D |
| Capital (Common) Stock | 01/09/2006 | S | 100 | D | \$ 47.2064 | 39,629.227 | D |
| Capital (Common) Stock | 01/09/2006 | S | 400 | D | \$ 47.23 | 39,229.227 | D |
| Capital (Common) Stock | 01/09/2006 | S | 500 | D | \$ 47.25 | 38,729.227 | D |
| Capital (Common) Stock | 01/09/2006 | S | 100 | D | \$ 47.26 | 38,629.227 | D |
| Capital (Common) Stock | 01/09/2006 | S | 1,000 | D | \$ 47.3 | 37,629.227 | D |
| Capital (Common) Stock | 01/09/2006 | S | 200 | D | \$ 47.35 | 37,429.227 | D |
| Capital (Common) Stock | 01/09/2006 | S | 400 | D | \$ 47.45 | 37,029.227 | D |
| Capital (Common) | 01/09/2006 | S | 300 | D | \$ 47.5 | 36,729.227 | D |

| | | | | | | | |
|---------------------------|------------|---|-----|---|----------|--------------------------|---|
| Stock | | | | | | | |
| Capital (Common) Stock | 01/09/2006 | S | 400 | D | \$ 47.59 | 36,329.227 | D |
| Capital (Common) Stock | 01/09/2006 | S | 700 | D | \$ 47.82 | 35,629.227 | D |
| Capital (Common) Stock | 01/09/2006 | S | 700 | D | \$ 47.85 | <u>34,929.227</u> (1) | D |

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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|------------------------|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | Code | V (A) (D) | | | | |
| Stock Option (Right to Buy) | \$ 22.5 | 01/09/2006 | | M | 10,000 | 01/09/2006 | 10/27/2007 | Capital (Common) Stock | 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BOOMER WALTER E BAXTER INTERNATIONAL INC. DEERFIELD, IL 60015 | | X | | |

Signatures

Eileen D. Kania as Power of
Attorney

01/10/2006

__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) This transaction was made pursuant to a 10b5-1 plan. Mr. Boomer also indirectly owns 4,910.6395 shares of Rogers Corporation Capital (Common) Stock through the Company's 401(k) plan.

Remarks:

The price of \$48.85 was in error, should have been \$47.85. Number of Derivative Securites should have been Disposed instead

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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