

LAMAR ADVERTISING CO/NEW

Form 4

March 05, 2013

**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  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HAMILTON JOHN MAXWELL

(Last) (First) (Middle)

C/O LAMAR ADVERTISING  
COMPANY, 5321 CORPORATE  
BOULEVARD

(Street)

BATON ROUGE, LA 70808

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol

LAMAR ADVERTISING CO/NEW  
[LAMR]

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/01/2013

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)

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   |  |                                   |
| Class A Common Stock            | 03/01/2013                           |  | M                              |   | 2,500  | A          | \$ 37.35  | 15,052   | D                                 |
| Class A Common Stock            | 03/01/2013                           |  | S                              |   | 2,500  | D          | \$ 46   | 12,552   | D                                 |
| Class A Common Stock            | 03/04/2013                           |  | M                              |   | 2,500  | A          | \$ 37.35  | 15,052   | D                                 |

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|                            |            |   |       |   |                |        |   |
|----------------------------|------------|---|-------|---|----------------|--------|---|
| Class A<br>Common<br>Stock | 03/04/2013 | S | 2,500 | D | \$ 46          | 12,552 | D |
| Class A<br>Common<br>Stock | 03/05/2013 | M | 2,500 | A | \$<br>37.35    | 15,052 | D |
| Class A<br>Common<br>Stock | 03/05/2013 | S | 2,500 | D | \$ 46.6<br>(1) | 12,552 | 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)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |  | 8. Derivative<br>Securities<br>(Instr. 3 and 4) |
|---|--|---|---|--------------------------------------|---|--|--------------------|---|--|---|
|   |  |   |   | Code                                 | V (A) (D)   | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |
| Stock<br>Option<br>(right to<br>buy)                | \$ 37.35   | 03/01/2013                              |   | M                                    | 2,500   | <u>(2)</u>   | 02/06/2014         | Class A<br>Common<br>Stock  | 2,500                                  |   |
| Stock<br>Option<br>(right to<br>buy)                | \$ 37.35   | 03/04/2013                              |   | M                                    | 2,500   | <u>(2)</u>   | 02/06/2014         | Class A<br>Common<br>Stock  | 2,500                                  |   |
| Stock<br>Option<br>(right to<br>buy)                | \$ 37.35   | 03/05/2013                              |   | M                                    | 2,500   | <u>(2)</u>   | 02/06/2014         | Class A<br>Common<br>Stock  | 2,500                                  |   |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director   10% Owner   Officer   Other

HAMILTON JOHN MAXWELL  
C/O LAMAR ADVERTISING COMPANY      X  
5321 CORPORATE BOULEVARD  
BATON ROUGE, LA 70808

## Signatures

/s/ James McIlwain, as      03/05/2013  
attorney-in-fact

\_\_\_\_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).

- The price reported in Column 4 is a weighted-average price. These shares were sold in multiple transactions at prices ranging from \$46.60 to \$46.62, inclusive. The reporting person undertakes to provide to Lamar Advertising Company, any security holder of Lamar Advertising Company, or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote 1.
- (1)    The option is for a total of 10,000 shares, which vested in full on February 6, 2010.

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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