

RIDGE GARRY O
Form 4
April 12, 2007

FORM 4

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

OMB APPROVAL

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

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 *
RIDGE GARRY O

2. Issuer Name and Ticker or Trading Symbol
WD 40 CO [WDFC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1240 INDIA ST. #516

3. Date of Earliest Transaction (Month/Day/Year)
04/10/2007

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

President & CEO

(Street)

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

SAN DIEGO, CA 92101

(City) (State) (Zip)

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 (A) or (D) Price			
Common Stock	04/10/2007		M ⁽¹⁾	5,900 A \$ 31.75	16,831 ⁽²⁾	D	
Common Stock	04/10/2007		S ⁽¹⁾	5,900 D \$ 36.5574	10,931 ⁽²⁾	D	
Common Stock	04/10/2007		M ⁽¹⁾	5,900 A \$ 23.5	16,831 ⁽²⁾	D	
Common Stock	04/10/2007		S ⁽¹⁾	5,900 D \$ 36.5577	10,931 ⁽²⁾	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 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 (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 Security (Instr. 3 and 4)	Amount or Number of Shares
Incentive Stock Option	\$ 31.75	04/10/2007		M ⁽¹⁾	5,900	09/22/1998 09/22/2007	Common Stock	5,900
Non-Qualified Stock Option	\$ 23.5	04/10/2007		M ⁽¹⁾	5,900	09/28/2000 09/28/2009	Common Stock	5,900

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RIDGE GARRY O 1240 INDIA ST. #516 SAN DIEGO, CA 92101	X		President & CEO	

Signatures

Maria M. Mitchell as attorney-in-fact for Garry O.
Ridge 04/12/2007

__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) Transaction pursuant to trading plan adopted pursuant to Rule 10b5-1 under Securities Exchange Act of 1934.
- (2) Total includes 971 shares held in WD-40 Company Profit Sharing Plan (Company Stock Fund) account; estimated number of shares based upon equivalent value of units held.
- (3) Incentive Stock Option (ISO) 10100 shares (2222 shares exercisable 01/01/00, 3149 shares exercisable 01/01/01, 3149 shares exercisable 01/01/02, 3149 shares exercisable 01/01/03, 3149 shares exercisable 01/01/04, and 1182 shares exercisable 01/01/05) at \$31.75 exp. 09/22/07; Non Qualified Stock Option (NQSO) 14100 shares exercisable 09/28/00 at \$23.50 exp. 09/28/09; NQSO 40000 shares

Edgar Filing: RIDGE GARRY O - Form 4

exercisable 09/26/01 at \$20.813 exp. 09/26/10; NQSO 20000 shares exercisable 09/25/02 at \$20.75 exp. 09/25/11; NQSO 30000 shares (10200 shares exercisable 09/24/03; 9900 shares exercisable 09/24/04, 9900 shares exercisable 09/24/05) at \$27.56 exp. 09/24/12; NQSO 30000 shares (10200 shares exercisable 09/23/04; 9900 shares exercisable 09/23/05, 9900 shares exercisable 09/23/06) at \$29.30 exp. 09/23/13; NQSO 12000 shares (4080 exercisable 10/19/05, 3960 exercisable 10/19/06, 3960 exercisable 10/19/07) at \$27.67 exp. 10/19/14;

- In addition to the securities beneficially owned listed in footnote 2, NQSO 24000 shares (8160 exercisable 10/18/06, 7920 exercisable
- (4) 10/18/07, 7920 exercisable 10/18/08) at \$27.27 exp. 10/18/15; NQSO 35000 shares (11900 exercisable 10/17/07, 11550 exercisable 10/17/08, 11550 exercisable, 10/17/09) at \$35.99 exp. 18/17/16.

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.