Edgar Filing: BEKENSTEIN JOSHUA - Form 4

BEKENSTEI	N JOSHUA									
Form 4										
January 05, 20	005									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									PPROVAL	
Washington, D.C. 20549							OMB Number:	3235-0287		
Check this if no longe	ar .	FNT OF CHAI	ENT OF CHANGES IN BENEFICIAL OW					Expires:	January 31, 2005	
subject to Section 16		SECURITIES					Estimated a burden hou			
Form 4 or								response		
Form 5 obligation	a *	uant to Section					-			
may contin			•	•	- ·		of 1935 or Sectio	n		
<i>See</i> Instruct 1(b).	ction	30(h) of the I	nvestment	Compan	y Act	: of 19	40			
(Print or Type Ro	esponses)									
1. Name and Ac BEKENSTE	Symbol	-				5. Relationship of Reporting Person(s) to Issuer				
	WATE	RS CORP	/DE/[W	AT		(Check all applicable)				
(Last)	(First) (M		3. Date of Earliest Transaction							
			(Month/Day/Year)				X_ Director 10% Owner Officer (give title Other (specify			
34 MAPLE S	51	01/03/2	01/03/2005				below) below)			
	4. If Am	endment, Da	te Original			6. Individual or Joint/Group Filing(Check				
	Filed(Me	onth/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person				
MILFORD, I	MA 01757							More than One Re		
(City)	(State) (Z	Zip) Tak	ole I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties		5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Date, it		TransactionAcquired (A) or				Form: Direct		
(Instr. 3)		any (Month/Day/Year	CodeDisposed of (D)/Day/Year)(Instr. 8)(Instr. 3, 4 and 5)				Beneficially Owned	(D) or Indirect (I)	Beneficial Ownership	
		(Monul/Day/Teal) (IIIsu. 8)	(11150. 3,	4 ани	5)	Following	(Instr. 4)	(Instr. 4)	
					(A)		Reported			
					or		Transaction(s) (Instr. 3 and 4)			
			Code V	Amount	(D)	Price	(msu. 5 and 4)			
Common Stock	01/03/2005	01/03/2005	А	1,000 (1)	А	\$0	6,000	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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transacti Code (Instr. 8)	5. Number onof 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 45.77	01/03/2005	01/03/2005	А	4,000	01/03/2006 <u>(2)</u>	01/03/2015	Common Stock	4,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting o wher runne / runness	Director	10% Owner	Officer Other				
BEKENSTEIN JOSHUA 34 MAPLE ST MILFORD, MA 01757	Х						
Signatures							
Joshua Bekenstein, Director	01/05/2	2005					
**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) Grant of shares of common stock subject to restrictions that lapse January 30,2008.

(2) Options vest 20% per annum for a 5 year period commencing on 01/03/2006.

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.