

LINCOLN ELECTRIC HOLDINGS INC
 Form 4
 May 09, 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 *
 LINCOLN KATHRYN JO

2. Issuer Name and Ticker or Trading Symbol
 LINCOLN ELECTRIC HOLDINGS INC [LECO]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 9820 E. THOMPSON PEAK PKWY #705
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/08/2006

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

SCOTTSDALE, AZ 85255

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

(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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Shares	05/08/2006		M	2,000	A \$ 25.50		D
Common Shares	05/08/2006		S	2,000	D 0		D
Common Shares	05/08/2006		M	2,000	A \$ 25.44		D
Common Shares	05/08/2006		S	2,000	D 23,443 ⁽³⁾		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)	8. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 25.5	05/08/2006		M	2,000	11/29/2003 11/29/2012	Common Shares	2,000
Stock Option (Right to Buy)	\$ 25.44	05/08/2006		M	2,000	11/28/2004 11/28/2013	Common Shares	2,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

LINCOLN KATHRYN JO
9820 E. THOMPSON PEAK PKWY #705 X
SCOTTSDALE, AZ 85255

Signatures

/s/ Kathryn Jo
Lincoln 05/09/2006

**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)

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300 shares sold at \$55.06, 287 shares sold at \$55.07, 208 shares sold at \$55.21, 200 shares sold at \$55.04, 400 shares sold at \$55.03, 100 shares sold at \$55.37, 100 shares sold at \$55.20, 300 shares sold at \$55.18, 92 shares sold at \$55.11, and 13 shares sold at \$54.96.

(2) 277 shares sold at \$54.96, 300 shares sold at \$55.03, 200 shares sold at \$55.18, 400 shares sold at \$55.06, 400 shares sold at \$54.99, 100 shares sold at \$55.02, 200 shares sold at \$55.21, 10 shares sold at \$55.00, 13 shares sold at \$55.07, and 100 shares sold at \$55.29.

(3) Includes 3 shares inadvertently omitted from the reporting person's prior reports.

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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