

GRAFTECH INTERNATIONAL LTD
 Form 3
 September 26, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â PRETORIUS HERMANUS LAMBERTUS</p> <p>(Last) (First) (Middle)</p> <p>C/O GRAFTECH INTERNATIONAL,Â 1521 CONCORD PIKE, SUITE 301</p> <p>(Street)</p> <p>WILMINGTON,Â DEÂ 19803</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>09/15/2005</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>GRAFTECH INTERNATIONAL LTD [GTI]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (give title below) (specify below)</p> <p>Cathodes</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
--	---	---	--	---	--

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	20,000	D ⁽¹⁾	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
---	---	--	---------------------------	----------------------	--

Edgar Filing: GRAFTECH INTERNATIONAL LTD - Form 3

	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Time options (right to buy)	Â (2)	02/08/2006	Common Stock	10,000	\$ 35	D	Â
Time options (right to buy)	Â (3)	09/29/2008	Common Stock	57,000	\$ 17.06	D	Â
Time options (right to buy)	02/28/2005	02/28/2010	Common Stock	10,000	\$ 14	D	Â
Time options (right to buy)	12/15/2002	12/15/2010	Common Stock	2,500	\$ 8.56	D	Â
Time options (right to buy)	Â (4)	09/25/2011	Common Stock	10,000	\$ 8.85	D	Â
Time options (right to buy)	Â (5)	12/31/2008	Common Stock	100,000	\$ 6.56	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PRETORIUS HERMANUS LAMBERTUS C/O GRAFTECH INTERNATIONAL 1521 CONCORD PIKE, SUITE 301 WILMINGTON, DE 19803	Â	Â	Â	Cathodes

Signatures

/s/Karen G. Narwold, Attorney-in-fact for Hermanus L. Pretorius 09/26/2005

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) On August 31, 2005, the Company granted 20,000 restricted shares, valued at the then current market price of \$5.94 per share, under the Company's Long Term Incentive Plan, of which one-third will vest on August 31 of each of 2006, 2007, and 2008.
 - (2) Of such options, 2,500 vested on each of May 2, 1996 and August 28, 1997 and 5,000 on February 8, 2004.
 - (3) Of such options, 19,000 vested on each of May 21, 1999, July 14, 1999 and September 29, 1999.
 - (4) Such options have vested and were granted as part of an annual grant with vesting dates of September 25, 2001 and September 25, 2003. Such options will vest on July 31, 2008 or earlier on March 31, 2006 if certain cash flow performance targets are achieved in each of 2003, 2004 and 2005 under the Company's Long Term Incentive Plan. For each year that such targets are achieved, one-third of the options granted will vest on March 31, 2006. If not previously exercised, these options will expire on December 31, 2008. 33,333 of such options will vest on March 31, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

Edgar Filing: GRAFTECH INTERNATIONAL LTD - Form 3

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.