

BLACK BOX CORP
Form 4
August 24, 2006

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

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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 *
ANDREWS WILLIAM F

2. Issuer Name and Ticker or Trading Symbol
BLACK BOX CORP [BBOX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1000 PARK DRIVE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/22/2006

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

LAWRENCE, PA 15055

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)
			Code	V	Amount (A) or (D) Price		
Common Stock, \$.001 par value	08/22/2006		M		5,000 A \$ 24.75	15,000	D
Common Stock, \$.001 par value	08/22/2006		S		800 D \$ 39.7	14,200	D
Common Stock, \$.001 par value	08/22/2006		S		1,000 D \$ 39.65	13,200	D

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Common Stock, \$0.001 par value	08/22/2006	S	900	D	\$ 39.64	12,300	D
Common Stock, \$0.001 par value	08/22/2006	S	100	D	\$ 39.63	12,200	D
Common Stock, \$0.001 par value	08/22/2006	S	200	D	\$ 39.62	12,000	D
Common Stock, \$0.001 par value	08/22/2006	S	808	D	\$ 39.61	11,192	D
Common Stock, \$0.001 par value	08/22/2006	S	292	D	\$ 39.6	10,900	D
Common Stock, \$0.001 par value	08/22/2006	S	400	D	\$ 39.56	10,500	D
Common Stock, \$0.001 par value	08/22/2006	S	500	D	\$ 39.55	10,000	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.

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 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. D S (I)
				Code	V (A) (D)		Title	

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						Date Exercisable	Expiration Date		Amount or Number of Shares
Option (Right to Purchase)	\$ 24.75	08/22/2006		M	5,000	<u>(1)</u>	08/22/2006	Common Stock, \$.001 par value	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ANDREWS WILLIAM F 1000 PARK DRIVE LAWRENCE, PA 15055		X		

Signatures

/s/ Christopher H. Gebhardt by Power of Attorney for William F. Andrews 08/24/2006

__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) 1/3 of the options are exercisable on the 1st anniversary of the date of grant, 1/3 on the 2nd anniversary of the date of grant and 1/3 on the 3rd anniversary of the date of grant. Grant date is 10 years prior to the expiration date.
- (2) Granted under the 1992 Stock Option Plan.

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.