

NICKOLOFF JEFFREY K

Form 4

March 29, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
NICKOLOFF JEFFREY K

(Last) (First) (Middle)

PO BOX 20187

(Street)

PORTLAND, OR 97294

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
CASCADE CORP [CASC]

3. Date of Earliest Transaction
(Month/Day/Year)
03/28/2013

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Vice President-Corp. Mfg.

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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)
Common Stock	03/28/2013		U	701 D	\$ 65 4,028	D	
Common Stock	03/28/2013		D	4,028 (1) D	\$ 65 0	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)

Edgar Filing: NICKOLOFF JEFFREY K - Form 4

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 Am Underlying Sec (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Stock Appreciation Rights	\$ 21.15	03/28/2013		D	8,250	05/26/2005 ⁽²⁾ 05/26/2014	Common Stock
Stock Appreciation Rights	\$ 35.6	03/28/2013		D	17,500	06/07/2006 ⁽³⁾ 06/07/2015	Common Stock
Stock Appreciation Rights	\$ 37.05	03/28/2013		D	13,125	06/06/2007 ⁽⁴⁾ 06/06/2016	Common Stock
Stock Appreciation Rights	\$ 73.73	03/28/2013		D	5,000	06/08/2008 ⁽⁵⁾ 06/08/2017	Common Stock
Stock Appreciation Rights	\$ 44.24	03/28/2013		D	2,670	06/06/2009 ⁽⁶⁾ 06/06/2018	Common Stock
Stock Appreciation Rights	\$ 24.5	03/28/2013		D	4,911	06/05/2010 ⁽⁷⁾ 06/05/2019	Common Stock
Stock Appreciation Rights	\$ 32.01	03/28/2013		D	3,436	06/08/2011 ⁽⁸⁾ 06/08/2020	Common Stock
Stock Appreciation Rights	\$ 48.66	03/28/2013		D	4,163	04/01/2012 ⁽⁹⁾ 04/01/2021	Common Stock
Stock Appreciation Rights	\$ 50.12	03/28/2013		D	5,710	03/30/2013 ⁽¹⁰⁾ 03/30/2022	Common Stock

Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners

Edgar Filing: NICKOLOFF JEFFREY K - Form 4

Director 10% Owner Officer

Other

NICKOLOFF JEFFREY K
PO BOX 20187
PORTLAND, OR 97294

Vice President-Corp. Mfg.

Signatures

Jeffrey K.
Nickoloff

03/29/2013

__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) 4,028 of these shares represent shares of restricted stock which became fully vested by virtue of the merger and were cancelled and converted into the right to receive a lump sum cash payment equal to the merger consideration of \$65.00 per share, pursuant to the Agreement and Plan of Merger, dated October 22, 2012, among Cascade Corporation, Toyota Industries Corporation and Industrial Components and Attachments II, Inc.

(2) These stock appreciation rights, which provided for vesting in four equal annual installments beginning on May 26, 2005, were cancelled in the merger in exchange for a cash payment of \$361,763, representing the aggregate amount of which the merger consideration of \$65.00 per share exceeds the base price of the stock appreciation rights.

(3) These stock appreciation rights, which provided for vesting in four equal annual installments beginning on June 7, 2006, were cancelled in the merger in exchange for a cash payment of \$514,500, representing the aggregate amount by which the merger consideration of \$65.00 per share exceeds the base price of the stock appreciation rights.

(4) These stock appreciation rights, which provided for vesting in four equal annual installments beginning on June 6, 2007, were cancelled in the merger in exchange for a cash payment of \$366,844, representing the aggregate amount by which the merger consideration of \$65.00 per share exceeds the base price of the stock appreciation rights.

(5) These stock appreciation rights, which provided for vesting in four equal annual installments beginning on June 8, 2008, were cancelled in the merger. No cash payment was made in exchange for the stock appreciation rights because the base price of the stock appreciation rights exceeds the merger consideration of \$65.00 per share.

(6) These stock appreciation rights, which provided for vesting in four equal annual installments beginning on June 6, 2009, were cancelled in the merger in exchange for a cash payment of \$55,429, representing the aggregate amount by which the merger consideration of \$65.00 per share exceeds the base price of the stock appreciation rights.

(7) These stock appreciation rights, which provided for vesting in four equal annual installments beginning on June 5, 2010, were cancelled in the merger in exchange for a cash payment of \$198,896, representing the aggregate amount by which the merger consideration of \$65.00 per share exceeds the base price of the stock appreciation rights.

(8) These stock appreciation rights, which provided for vesting in four equal annual installments beginning on June 8, 2011, were cancelled in the merger in exchange for a cash payment of \$113,354, representing the aggregate amount by which the merger consideration of \$65.00 per share exceeds the base price of the stock appreciation rights.

(9) These stock appreciation rights, which provided for vesting in four equal annual installments beginning on April 1, 2012, were cancelled in the merger in exchange for a cash payment of \$68,023, representing the aggregate amount by which the merger consideration of \$65.00 per share exceeds the base price of the stock appreciation rights.

(10) These stock appreciation rights, which provided for vesting in four equal annual installments beginning on March 30, 2013, were cancelled in the merger in exchange for a cash payment of \$84,965, representing the aggregate amount by which the merger consideration of \$65.00 per share exceeds the base price of the stock appreciation rights.

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.