

CLARCOR INC
Form 4
June 29, 2005

FORM 4

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

OMB APPROVAL

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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 *
NANGLE PETER F

(Last) (First) (Middle)
840 CRESCENT CENTRE DRIVE,
SUITE 600
(Street)

FRANKLIN, TN 37067

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CLARCOR INC [CLC]

3. Date of Earliest Transaction
(Month/Day/Year)
04/29/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP-Asia

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Indirect Beneficial Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock Par Value \$1.00	04/29/2005		J ⁽¹⁾		29,455	A	Ⓛ	58,910	D	
Common Stock Par Value \$1.00	06/29/2005		M		3,750	A	\$ 9.79	62,660	D	
Common Stock Par Value \$1.00	06/29/2005		M		7,500	A	\$ 9.25	70,160	D	

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Common Stock Par Value \$1.00	06/29/2005	M	7,500	A	\$ 8.97	77,660	D
Common Stock Par Value \$1.00	06/29/2005	M	11,600	A	\$ 9.25	89,260	D
Common Stock Par Value \$1.00	06/29/2005	M	9,000	A	\$ 13.75	98,260	D
Common Stock Par Value \$1.00	06/29/2005	M	9,000	A	\$ 16.15	107,260	D
Common Stock Par Value \$1.00	06/29/2005	M	4,500	A	\$ 22.8	111,760	D
Common Stock Par Value \$1.00	06/29/2005	F	33,342	D	\$ 29.45	78,418	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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of S
Common Stock Par Value \$1.00	(1)	04/29/2005		J(1)	68,714	(1)	(1)	Common Stock	68,

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Common Stock Par Value \$1.00	\$ 9.79	06/29/2005	M	3,750	12/17/2003	12/16/2007	Common Stock	3,750
Common Stock Par Value \$1.00	\$ 9.25	06/29/2005	M	7,500	12/16/2004	12/15/2008	Common Stock	7,500
Common Stock Par Value \$1.00	\$ 8.97	06/29/2005	M	7,500	12/20/2004	12/19/2009	Common Stock	7,500
Common Stock Par Value \$1.00	\$ 9.25	06/29/2005	M	11,600	12/17/2004	12/16/2010	Common Stock	11,600
Common Stock Par Value \$1.00	\$ 13.75	06/29/2005	M	9,000	12/16/2004	12/15/2011	Common Stock	9,000
Common Stock Par Value \$1.00	\$ 16.15	06/29/2005	M	9,000	12/15/2004	12/14/2012	Common Stock	9,000
Common Stock Par Value \$1.00	\$ 22.8	06/29/2005	M	4,500	12/14/2004	12/13/2013	Common Stock	4,500
Common Stock Par Value \$1.00	\$ 29.45	06/29/2005	A	2,159	06/29/2005	12/16/2007	Common Stock	2,159
Common Stock Par Value \$1.00	\$ 29.45	06/29/2005	A	4,231	06/29/2005	12/15/2008	Common Stock	4,231
Common Stock Par Value \$1.00	\$ 29.45	06/29/2005	A	4,186	06/29/2005	12/19/2009	Common Stock	4,186
Common Stock Par Value \$1.00	\$ 29.45	06/29/2005	A	6,544	06/29/2005	12/16/2010	Common Stock	6,544
	\$ 29.45	06/29/2005	A	5,951	06/29/2005	12/15/2011		5,951

Common Stock Par Value \$1.00							Common Stock
Common Stock Par Value \$1.00	\$ 29.45	06/29/2005	A	6,416	06/29/2005	12/14/2012	Common Stock
Common Stock Par Value \$1.00	\$ 29.45	06/29/2005	A	3,855	06/29/2005	12/13/2013	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NANGLE PETER F 840 CRESCENT CENTRE DRIVE, SUITE 600 FRANKLIN, TN 37067			VP-Asia	

Signatures

Marcia S. Blaylock, By Power of Attorney
 06/29/2005
**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) Adjustment for two-for-one stock split.

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.