SEC Form 4

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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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	1. Name and Address	1 0	son [*]	2. Issuer Name and Ticker or Trading Symbol <u>MINE SAFETY APPLIANCES CO</u> [MSA]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)								
	LAMBERT W	<u>/ILLIAM M</u>				Director	10% Owner						
					x	Officer (give title	Other (specify						
(Last) (First)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		below)	below)							
	121 GAMMA DE	()		05/11/2005		Vice President							
	RIDC INDUSTR	IAL PARK											
				4. If Amendment, Date of Original Filed (Month/Day/Year)		. Individual or Joint/Group Filing (Check Applicable							
	(Street)				Line)								
			15238			Form filed by One Reporting Person							
11115001011 15250		15250		I	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)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock, no par value	05/11/2005		М		44,000	A	\$10.65	122,499	D	
Common Stock, no par value	05/11/2005		М		9,378	A	\$10.65	131,877	D	
Common Stock, no par value	05/11/2005		F		2,226	D	\$44.88	129,651	D	
Common Stock, no par value	05/11/2005		F		22,768	D	\$44.88	106,883	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

			(e.g.,	puts,	cans	5, We	arrants	s, options,	converti	ole secu	nues)				
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. Transa Code (8)		n of l		6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Incentive Stock Option ⁽¹⁾	\$10.653	05/11/2005		М			9,378	03/12/2004	03/12/2013	Common Stock, no par value	9,378	\$10.65	0	D	
Non- statutory Stock Option ⁽²⁾	\$10.653	05/11/2005		М			44,000	03/12/2004	03/12/2013	Common Stock, no par value	44,000	\$10.65	44,251	D	

Explanation of Responses:

1. This option was previously reported as an option for 3,126 shares at an exercise price of \$34.45, but was adjusted to reflect the Special Distribution paid on November 24, 2003 and the 3-for-1 stock split paid on January 28, 2004.

2. This option was previously reported as an option for 29,417 shares at an exercise price of \$34.45, but was adjusted to reflect the Special Distribution paid on November 24, 2003 and the 3-for-1 stock split paid on January 28, 2004.

Remarks:

Douglas K. McClaine, Attorney 05/13/2005

in Fact, Power of Attorney

** Signature of Reporting Person Date

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

 * 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).

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

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 Number.