

FERRO CORP  
Form 4  
March 16, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
CRAYTON SANDRA AUSTIN

(Last) (First) (Middle)

AUSTIN & ASSOCIATES, 3050 WELLINGTON ROAD

(Street)

ALPHARETTA, GA 30032

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
FERRO CORP [FOE]

3. Date of Earliest Transaction (Month/Day/Year)  
03/15/2007

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)

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	03/15/2007		M	3,750 A \$ 20.9856	4,837	D	
Common Stock	03/15/2007		S	3,750 (1) D \$ 20.0833	1,087	D	
Common Stock					11,525.08	I	Director Deferred Comp Plan

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

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SEC 1474 (9-02)

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**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. Amount or Number of Shares
Deferred Stock Units	\$ 21.99					02/06/2008 02/06/2008	Common Stock	3,800
Stock Options (Right to buy)	\$ 19.39					02/07/2006 02/07/2015	Common Stock	7,000
Stock Options (Right to buy)	\$ 20.69					02/16/2007 02/16/2016	Common Stock	7,000
Stock Options (Right to buy)	\$ 20.7					04/27/2002 04/27/2011	Common Stock	2,500
Stock Options (Right to buy)	\$ 21.26					02/29/2004 02/28/2013	Common Stock	7,000
Stock Options (Right to buy)	\$ 22.875					04/28/2001 04/28/2010	Common Stock	2,500
Stock Options (Right to buy)	\$ 25.5					02/11/2003 02/11/2012	Common Stock	2,500
	\$ 26.26					02/09/2005 02/09/2014		7,000

Stock Options (Right to buy)								Common Stock	
Stock Options (Right to buy)	\$ 27.6875					04/23/2000	04/23/2009	Common Stock	2,500
Stock Options (Right to buy)	\$ 28.4375					04/24/1999	04/24/2008	Common Stock	2,500
Stock Options (Right to buy)	\$ 20.0833	03/15/2007		M	3,750	04/25/1998	04/25/2007	Common Stock	3,750

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CRAYTON SANDRA AUSTIN AUSTIN & ASSOCIATES 3050 WELLINGTON ROAD ALPHARETTA, GA 30032		X		

## Signatures

Sandra Austin  
Crayton  
03/16/2007

\_\_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) Shares sold as part of Stock Option Exercise

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.