

MENTOR CORP /MN/  
Form 4  
October 07, 2005

**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

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 \*  
**BEAUCHAMP KATHLEEN**

(Last) (First) (Middle)  
**201 MENTOR DRIVE, SANTA BARBARA**  
(Street)

**AUSTIN, CA 93111**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**MENTOR CORP /MN/ [MNT]**

3. Date of Earliest Transaction (Month/Day/Year)  
**10/05/2005**

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)  
**Vice President of Sales & Mark**

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 Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock	10/05/2005		A	40,000 A \$ 0	182,200	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)**

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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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BEAUCHAMP KATHLEEN 201 MENTOR DRIVE SANTA BARBARA AUSTIN, CA 93111			Vice President of Sales & Mark	

## Signatures

Loren McFarland attorney-in-fact for "the person the form is being filed" 10/07/2005

\*\*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).

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.

ont size="2">10% Owner Officer Other  
MILZCIK GREGORY F  
BARNES GROUP INC.  
123 MAIN STREET  
BRISTOL, CT 06011-0489 X President & CEO

## Signatures

Signe S. Gates, pursuant to a Power of Atty 03/11/2008

\*\*Signature of Reporting Person Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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## Edgar Filing: MENTOR CORP /MN/ - Form 4

- Includes 12,000 restricted stock units from 4/14/04 grant, 9,000 from 2/16/05 grant, 17,000 from 2/15/06 grant, 24,741 from 10/19/06 grant, 13,600 from 2/14/07 grant and 11,400 from 2/13/08 grant, and 2,666 performance share awards from 2/15/06 grant, 18,200 from 2/14/07 grant and 42,600 from 2/13/08 grant, that are subject for forfeiture if certain events occur.
- (1) grant, 13,600 from 2/14/07 grant and 11,400 from 2/13/08 grant, and 2,666 performance share awards from 2/15/06 grant, 18,200 from 2/14/07 grant and 42,600 from 2/13/08 grant, that are subject for forfeiture if certain events occur.
  - (2) The Rights become exercisable for shares of common stock proportionally with restricted stock units to which they relate. The actual receipt of the shares is based on conditions being met.
  - (3) 1 for 1.

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