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AUCOUTURIER BENOIT

Form 4

October 17, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

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Check this box if no longer subject to Section 16. Form 4 or

See Instruction

Form 5 obligations may continue.

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

1(b). (Print or Type Responses)

1. Name and Address of Reporting Person * **AUCOUTURIER BENOIT**

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

below)

Symbol

Gaming Partners International CORP [GPIC]

(Check all applicable)

(Last)

(First)

(Street)

(Middle)

3. Date of Earliest Transaction

X_ Director Officer (give title

10% Owner Other (specify

C/O CAFF S.A., 24 RUE

D'ARMAILLE

4. If Amendment, Date Original

(Month/Day/Year)

10/14/2005

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

PARIS, 10 75017

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities

Security (Instr. 3) (Month/Day/Year) Execution Date, if

(Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned **Following**

6. Ownership 7. Nature of Form: Direct (D) or Indirect (I) (Instr. 4)

Indirect Beneficial Ownership (Instr. 4)

(A) or

Reported Transaction(s) (Instr. 3 and 4)

Common Stock

Code V Amount (D) Price

Common Stock

345 D

> By CAFF 174,394 I S.A.

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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$\label{thm:convertible} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transacti Code (Instr. 8)	5. Number on Derivative Securities Acquired (A) or Disposed o (D) (Instr. 3, 4, and 5)	ve Expiration Da (Month/Day/Y	. Date Exercisable and xpiration Date Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (I	Date Exercisable	Expiration Date	Title	Amour or Number of Shar	
Warrants (Right to Buy) (1)	\$ 0.01					<u>(1)</u>	<u>(1)</u>	Common Stock	17	
Warrants (Right to Buy) (2)	\$ 0.01					(2)	(2)	Common Stock	10,88	
Option (Right to Buy) (3)	\$ 3.69					(3)	10/14/2012	Common Stock	6,00	
Option (Right to Buy) (4)	\$ 5.88					04/15/2004	10/14/2013	Common Stock	1,50	
Option (Right to Buy) (5)	\$ 9.85					04/15/2005	10/14/2014	Common Stock	1,50	
Option/Right to Buy (6)	\$ 14.698	10/14/2005		A	3,500	04/15/2006	10/14/2015	Common Stock	3,50	

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting owner runner runners	Director	10% Owner	Officer	Other			
AUCOUTURIER BENOIT C/O CAFF S.A. 24 RUE D'ARMAILLE PARIS, IO 75017	X						

Signatures

/s/ Melody Sullivan, by power of attorney for Benoit
Aucouturier

**Signature of Reporting Person

Date

Reporting Owners 2

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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).

As previously reported, Gaming Partners International Corporation f/k/a Paul-Son Gaming Corporation (the "Company") issued Mr. Aucouturier anti-dilution warrants to purchase common stock at an exercise price of \$0.01 per share pursuant to a combination agreement

- (1) between the Company and Etablissements Bourgogne et Grasset SA (the "Agreement"). The anti-dilution warrants were approved by the Company's stockholders on September 12, 2002. The anti-dilution warrants are exercisable only upon conversion, exercise or exchange for shares issued pursuant to options and similar rights granted by the Company prior to the closing of the Agreement. There are currently no warrants exerciseable.
 - As previously reported, the Company issued Compagnie d'Arbitrage Financier et Foncier ("CAFF S.A."), a family investment company of which Mr. Aucouturier is general manager and director, anti-dilution warrants to purchase common stock at an exercise price of \$0.01
- (2) per share pursuant to the Agreement. The anti-dilution warrants were approved by the Company's stockholders on September 12, 2002. The anti-dilution warrants are exercisable only upon conversion, exercise or exchange for shares issued pursuant to options and similar rights granted by the Company prior to the closing of the Agreement. There are currently 90 warrants exerciseable.
- As previously reported, on October 14, 2002, the Company granted Mr. Aucouturier options to purchase 6,000 shares of the Company's (3) common stock at an exercise price of \$3.69 per share, pursuant to the Company's 1994 Directors' Stock Option Plan (the "Plan"). The grant was exempt under Rule 16b-3. The options vested annually in three equal installments and are fully vested and exercisable.
- As previously reported, on October 14, 2003, the Company granted Mr. Aucouturier options to purchase 1,500 shares of the Company's common stock at an exercise price of \$5.88 per share, pursuant to the Plan. The grant was exempt under Rule 16b-3. The options are fully vested and exercisable.
- As previously reported, on October 14, 2004, the Company granted Mr. Aucouturier options to purchase 1,500 shares of the Company's common stock at an exercise price of \$9.85 per share, pursuant to the Plan. The grant was exempt under Rule 16b-3. The options are fully vested and exercisable.
- On October 14, 2005, the Company granted Mr. Aucouturier options to purchase 3,500 shares of the Company's common stock at an (6) exercise price of \$14.698 per share, pursuant to the Plan. The grant was exempt under Rule 16b-3. The options are fully vested as of the date of grant, but are not exercisable until April 15, 2006.

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.