### Edgar Filing: SCARLETT JOSEPH H JR - Form 4

SCARLET	T JOSEPH H JR										
Form 4											
February 24									0145		
FOR	$\mathbf{M}$ <b>4 UNITED</b>	STATES	SECU	DITIFS	AND FY	сн	ANCE C	OMMISSION		APPROVAL	
	this box	STATES			n, D.C. 2			011111155101	OMB Number:	3235-0287	
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subject Section Form 4 Form 5		SECU	RITIES			ERSHIP OF	Estimated burden ho response.	average ours per			
obligat may co <i>See</i> Ins 1(b).	ions Section 17	(a) of the l	Public I	Utility Ho	olding Co	mpai	-	1935 or Section	n		
(Print or Type	e Responses)										
1. Name and Address of Reporting Person <u>*</u> SCARLETT JOSEPH H JR				2. Issuer Name <b>and</b> Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer			
			TRAC		PPLY CO	) /DI	E/	(Check	k all applicab	le)	
(Last)	, , , , , , , , , , , , , , , , , , ,	(Middle)	(Month/	/Day/Year)	Transaction	1		X Director X Officer (give below)		% Owner her (specify	
200 POWI	ELL PLACE		02/23/	2006				Chairn	nan of the Bo	ard	
	(Street)			nendment, I onth/Day/Yo	Date Origir ear)	nal		6. Individual or Jo Applicable Line) _X_ Form filed by C	One Reporting	Person	
BRENTW	OOD, TN 37027							Form filed by M Person	fore than One i	xeporting	
(City)	(State)	(Zip)	Ta	ble I - Non	-Derivativ	e Secu	urities Acqu	uired, Disposed of	, or Benefici	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	onor Dispos (Instr. 3, 4	ed of (		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)	
Common Stock	02/23/2006			S S	75,000	D)	\$ 61.8969	4,643,225	D		
Common Stock	02/24/2006			S	86,785	D	\$ 61.8528	4,556,440	D		
Common stock								46,269	I	Scarlett Family Foundation	
Common stock								104,616	Ι	401(k) Plan	

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

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Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

#### 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. Transactic Code (Instr. 8)	5. oriNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. F Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee stock option	\$ 9.7975					01/24/2003	01/24/2007	Common stock	66,666 (1)	
Employee stock option	\$ 9.7975					01/24/2004	01/24/2007	Common stock	66,667 (1)	
Employee stock option	\$ 9.7975					01/24/2005	01/24/2007	Common stock	66,667 (1)	
Employee stock option	\$ 21.605					01/23/2004	01/23/2008	Common stock	33,333 (1)	
Employee stock option	\$ 21.605					01/23/2005	01/23/2008	Common stock	33,333 (1)	
Employee stock option	\$ 21.605					01/23/2006	01/23/2008	Common stock	33,334 <u>(1)</u>	
Employee stock option	\$ 46.915					01/22/2005	01/22/2009	Common stock	16,666 (1)	
Employee stock option	\$ 46.915					01/22/2006	01/22/2009	Common stock	16,667 (1)	
Employee	\$ 46.915					01/22/2007	01/22/2009	Common	16,667	

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stock option				stock	<u>(1)</u>
Employee stock option	\$ 40.0345	02/02/2007	02/02/2010	Common stock	12,500
Employee stock option	\$ 40.0345	02/02/2008	02/02/2010	Common stock	12,500
Employee stock option	\$ 40.0345	02/02/2009	02/02/2010	Common stock	12,500
Employee stock option	\$ 40.0345	02/02/2010	02/02/2010	Common stock	12,500
Employee stock option	\$ 67.397	02/09/2007	02/09/2011	Common stock	11,666 <u>(1)</u>
Employee stock option	\$ 67.397	02/09/2008	02/09/2011	Common stock	11,667 <u>(1)</u>
Employee stock option	\$ 67.397	02/09/2009	02/09/2011	Common stock	11,667 <u>(1)</u>

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
SCARLETT JOSEPH H JR 200 POWELL PLACE BRENTWOOD, TN 37027	Х		Chairman of the Board				

# Signatures

Joseph H. Scarlett, Jr. by: /s/ David C. Lewis, as Attorney-in-fact

\*\*Signature of Reporting Person

# **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) Number of shares is rounded to the nearest whole number.

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.

02/24/2006

Date