

Wijesuriya Dilantha
Form 4
November 09, 2009

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
Wijesuriya Dilantha

(Last) (First) (Middle)

C/O AMERICAN REPROGRAPHICS COMPANY, 1981 N. BROADWAY, STE. 385

(Street)

WALNUT CREEK, CA 94596

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

American Reprographics CO [ARP]

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

10/28/2009

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)
SVP National Operations

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount or Price | | |
| Common Stock | 10/28/2009 | | A | | 30,000 ⁽¹⁾ | D | |
| Common Stock | | | | | 298,050 ⁽³⁾ | I | Wijesuriya Family Trust DTD 9/4/2002 |

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

SEC 1474 (9-02)

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. 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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (right to buy) | \$ 6.2 | | | | | 02/19/2010 ⁽⁴⁾ 02/19/2019 | Common Stock | 13,858 |
| Stock Option (right to buy) | \$ 5.2487 | | | | | 04/30/2003 05/10/2012 | Common Stock | 7,500 |
| Stock Option (right to buy) | \$ 8.2 | | | | | 05/21/2010 ⁽⁵⁾ 05/21/2019 | Common Stock | 15,000 |
| Stock Option (right to buy) | \$ 8.2 | | | | | 05/21/2010 ⁽⁵⁾ 05/21/2019 | Common Stock | 12,500 |
| Stock Option (right to buy) | \$ 8.2 | | | | | 05/21/2010 ⁽⁵⁾ 05/21/2019 | Commons Stock | 25,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Wijesuriya Dilantha C/O AMERICAN REPROGRAPHICS COMPANY 1981 N. BROADWAY, STE. 385 | | | SVP National Operations | |

WALNUT CREEK, CA 94596

Signatures

/s/ Dilantha

Wijesuriya

11/09/2009

__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) Represents a grant of 30,000 shares of restricted stock which has a five year vesting schedule. The grant vests at the rate of 20% on each anniversary date of the grant.
- (2) Includes 400 shares of common stock acquired under the American Reprographics Company 2005 Employee Stock Purchase Plan.
- (3) As trustee of the Wijesuriya Family Trust, which owns 298,050 shares of Common Stock; Dilantha Wijesuriya disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.
- (4) This option vests and becomes exercisable at the rate of 33.3% on the anniversary date of the grant each year with the first 33.3% vesting on February 19, 2010.

- In connection with American Reprographics Company's stock option exchange program, this stock option was exchanged for a stock option covering an equivalent number of shares with an exercise price of \$8.20, equal to the closing price of the Company's common stock on the New York Stock Exchange on May 21, 2009, the date of issuance. 50% of the shares subject to the option vest on the first anniversary of the date of issuance and the remaining 50% of the shares subject to the option vest on the second anniversary of the date of issuance.
- (5)

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.