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| ENSTAR GROUP INC Form 4 April 06, 2006 | | | | | | | | |
|--|-----------------------------|---------------------|--|--|---|--|--|--------------------------|
| FORM 4 UNITED | | | | | | | OMB A | PPROVAL |
| UNITED | STATES | | RITIES A | | | E COMMISSION | N OMB Number: | 3235-0287 |
| Section 16. Form 4 or Form 5 Filed pu obligations may continue. Section 17 | rsuant to S (a) of the I | Section Public U | SECUI 16(a) of th Itility Hol | RITIES ne Secur lding Co | ities Excha | WNERSHIP OF ange Act of 1934, t of 1935 or Section | Estimated burden hou response | urs per |
| See Instruction 1(b). | 00(11) | | | e compe | | | | |
| (Print or Type Responses) | | | | | | | | |
| 1. Name and Address of Reporting ARMSTRONG WHIT | g Person <u>*</u> | Symbol | er Name an AR GROI | | Ū. | 5. Relationship o Issuer | of Reporting Per | rson(s) to |
| (Last) (First) | (Middle) | | of Earliest T | | | (Che | eck all applicabl | e) |
| 110 REDWING DRIVE | (wildle) | | Day/Year) | ransaction | 1 | X_ Director Officer (giv below) | | % Owner her (specify |
| (Street) | | | endment, D onth/Day/Yea | | al | 6. Individual or . Applicable Line) _X_ Form filed by | One Reporting P | erson |
| ENTERPRISE, AL 36330 | | | | | | Form filed by Person | More than One R | eporting |
| (City) (State) | (Zip) | Tab | ole I - Non- | Derivativ | e Securities , | Acquired, Disposed | of. or Beneficia | llv Owned |
| 1.Title of Security (Instr. 3)2. Transaction Data (Month/Day/Year) | | ed Date, if | 3. Transactic Code (Instr. 8) | 4. Secur onAcquired Disposed (Instr. 3, | ties l (A) or l of (D) | 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 |
| | | | | | . / | | | |
| Reminder: Report on a separate lir | e for each cl | ass of sec | urities bene | Pers infor requ | ons who re mation con ired to resp ays a curre | or indirectly. spond to the colle stained in this form ond unless the for ently valid OMB co | n are not rm | SEC 1474 (9-02) |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exercisable and | 7. Title and Amount of | 8. Price of |
|-------------|-------------|---------------------|--------------------|------------|------------|-------------------------|------------------------|-------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onNumber | Expiration Date | Underlying Securities | Derivative |
| Security | or Exercise | | any | Code | of | (Month/Day/Year) | (Instr. 3 and 4) | Security |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | ; | | (Instr. 5) |

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| | Derivative Security | | | | Secu Acqu (A) o Disp of (D (Inst 4, an | or osed)) r. 3, | | | | | |
|-------------------|------------------------|------------|------|---|--|---------------------------|---------------------|--------------------|-----------------|--|---------|
| | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Unit Stock (1) | <u>(1)</u> | 04/05/2006 | А | | 28 | | (1) | <u>(1)</u> | Common Stock | 28 | \$ 89.8 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|---|---------------|-----------|---------|-------|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | |
| ARMSTRONG WHIT 110 REDWING DRIVE ENTERPRISE, AL 36330 | Х | | | | | | | |
| Signatures | | | | | | | | |
| Cheryl D Davis by Power of Attorney | | 04/06/20 | 06 | | | | | |
| **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) These stock units were accrued under The Enstar Group, Inc. Deferred Compensation and Stock Plan for non-employee Directors and are to be settled in a lump sum distribution within 30 days after termination of the Reporting Person's services on the Board of Directors.

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.