

WEBCO INDUSTRIES INC

Form 4

December 20, 2004

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

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

## OMB APPROVAL

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2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BOYER DAVID EDWARD**

(Last) (First) (Middle)

9101 W. 21ST STREET

(Street)

SAND SPRINGS, OK 74063

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

WEBCO INDUSTRIES INC [WEB]

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

12/20/2004

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

Sr VP - Tubing Oper and Secy

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock, Par<br>\$.01         | 12/16/2004                              | 12/16/2004                                                  | D                                    | 22,100                                                                  | D \$ 9.35 58,530                                                                                                   | D                                                                    |                                                                   |
| Common<br>Stock, Par<br>\$.01         | 12/17/2004                              | 12/17/2004                                                  | D                                    | 14,400                                                                  | D \$ 9.55 44,130                                                                                                   | D                                                                    |                                                                   |
| Common<br>Stock, Par<br>\$.01         | 12/20/2004                              | 12/20/2004                                                  | D                                    | 600                                                                     | D \$ 9.64 43,530                                                                                                   | D                                                                    |                                                                   |
| Common<br>Stock, Par                  | 12/20/2004                              | 12/20/2004                                                  | F <sup>(1)</sup>                     | 23,676                                                                  | D \$ 19,854<br>10.15                                                                                               | D                                                                    |                                                                   |

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\$.01

|                               |            |            |     |        |   |        |        |   |
|-------------------------------|------------|------------|-----|--------|---|--------|--------|---|
| Common<br>Stock, Par<br>\$.01 | 12/20/2004 | 12/20/2004 | X/K | 18,000 | A | \$ 6.5 | 37,854 | D |
|-------------------------------|------------|------------|-----|--------|---|--------|--------|---|

|                               |            |            |     |       |   |         |        |   |
|-------------------------------|------------|------------|-----|-------|---|---------|--------|---|
| Common<br>Stock, Par<br>\$.01 | 12/20/2004 | 12/20/2004 | X/K | 6,000 | A | \$ 7.25 | 43,854 | D |
|-------------------------------|------------|------------|-----|-------|---|---------|--------|---|

|                               |            |            |     |       |   |      |        |   |
|-------------------------------|------------|------------|-----|-------|---|------|--------|---|
| Common<br>Stock, Par<br>\$.01 | 12/20/2004 | 12/20/2004 | X/K | 6,000 | A | \$ 4 | 49,854 | D |
|-------------------------------|------------|------------|-----|-------|---|------|--------|---|

|                               |            |            |     |       |   |          |        |   |
|-------------------------------|------------|------------|-----|-------|---|----------|--------|---|
| Common<br>Stock, Par<br>\$.01 | 12/20/2004 | 12/20/2004 | X/K | 2,000 | A | \$ 6.125 | 51,854 | D |
|-------------------------------|------------|------------|-----|-------|---|----------|--------|---|

|                               |            |            |     |        |   |        |        |   |
|-------------------------------|------------|------------|-----|--------|---|--------|--------|---|
| Common<br>Stock, Par<br>\$.01 | 12/20/2004 | 12/20/2004 | X/K | 20,000 | A | \$ 1.5 | 71,854 | D |
|-------------------------------|------------|------------|-----|--------|---|--------|--------|---|

|                               |            |            |     |       |   |        |        |   |
|-------------------------------|------------|------------|-----|-------|---|--------|--------|---|
| Common<br>Stock, Par<br>\$.01 | 12/20/2004 | 12/20/2004 | X/K | 4,000 | A | \$ 3.4 | 75,854 | D |
|-------------------------------|------------|------------|-----|-------|---|--------|--------|---|

|                               |  |  |  |  |  |  |           |   |                       |
|-------------------------------|--|--|--|--|--|--|-----------|---|-----------------------|
| Common<br>Stock, Par<br>\$.01 |  |  |  |  |  |  | 11,848.02 | I | 401(k) <sup>(2)</sup> |
|-------------------------------|--|--|--|--|--|--|-----------|---|-----------------------|

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)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |        |                                     |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|--------|-------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                    | Date<br>Exercisable                                            | Expiration<br>Date                                                  | Title  | Amount<br>or<br>Number<br>of Shares |
| Stock<br>Option -<br>Right to<br>Buy                | \$ 6.5                                                             | 12/20/2004                              | 12/20/2004                                                  | X/K                                  | 18,000                                                                                                       | 09/04/2000 09/06/2005                                          | Common<br>Stock,<br>Par \$.01                                       | 18,000 |                                     |

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|                                      |          |            |            |     |        |            |            |                               |        |
|--------------------------------------|----------|------------|------------|-----|--------|------------|------------|-------------------------------|--------|
| Stock<br>Option -<br>Right to<br>Buy | \$ 6.125 | 12/20/2004 | 12/20/2004 | X/K | 2,000  | 02/26/2002 | 02/26/2007 | Common<br>Stock,<br>Par \$.01 | 2,000  |
| Stock<br>Option -<br>Right to<br>Buy | \$ 7.25  | 12/20/2004 | 12/20/2004 | X/K | 6,000  | 11/30/2002 | 11/30/2007 | Common<br>Stock,<br>Par \$.01 | 6,000  |
| Stock<br>Option -<br>Right to<br>Buy | \$ 4     | 12/20/2004 | 12/20/2004 | X/K | 6,000  | 09/29/2004 | 09/29/2009 | Common<br>Stock,<br>Par \$.01 | 6,000  |
| Stock<br>Option -<br>Right to<br>Buy | \$ 1.5   | 12/20/2004 | 12/20/2004 | X/K | 20,000 | 06/06/2001 | 12/06/2010 | Common<br>Stock,<br>Par \$.01 | 20,000 |
| Stock<br>Option -<br>Right to<br>Buy | \$ 3.4   | 12/20/2004 | 12/20/2004 | X/K | 4,000  | 09/26/2003 | 09/26/2012 | Common<br>Stock,<br>Par \$.01 | 4,000  |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships |           |                              |       |
|---------------------------------------------------------------------|---------------|-----------|------------------------------|-------|
|                                                                     | Director      | 10% Owner | Officer                      | Other |
| BOYER DAVID EDWARD<br>9101 W. 21ST STREET<br>SAND SPRINGS, OK 74063 |               |           | Sr VP - Tubing Oper and Secy |       |

## Signatures

/s/ David E.  
Boyer

12/20/2004

\*\*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 owned shares tendered as payment of exercise price for Incentive Stock Option

Represents an allocation of shares held in a common trust fund within the 401(k) plan. The number of shares does not represent specific

(2) Company stock held in an account for the benefit of the reporting person. As a result of changes in the respective levels of stock and cash in the fund, the number of shares will fluctuate over time independent of additional deposits or withdrawals to the fund.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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