

Boettger Bryan L
 Form 3
 May 26, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Boettger Bryan L | | (Month/Day/Year) | FEDERAL SIGNAL CORP /DE/ [fss] | |
| (Last) | (First) | (Middle) | 05/19/2011 | |
| 1415 WEST 22ND STREET,Â SUITE 1100 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| OAK BROOK,Â ILÂ 60523 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | President-Public Safety Sys. | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 9,484 ⁽¹⁾ | D | Â |
| Common Stock | 1.886 | I | held in 401(k) plan |
| Common Stock | 857.08 | I | * ⁽²⁾ |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying | 4. Conversion | 5. Ownership | 6. Nature of Indirect Beneficial |
|--|--|--|---------------|--------------|----------------------------------|
|--|--|--|---------------|--------------|----------------------------------|

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| | Date Exercisable | Expiration Date | Derivative Security (Instr. 4) Title | Amount or Number of Shares | or Exercise Price of Derivative Security | Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | Ownership (Instr. 5) |
|--------------------------------------|------------------|-----------------|---|----------------------------|--|--|----------------------|
| Employee Stock Option (right-to-buy) | Â (3) | 02/06/2012 | Common Stock | 1,750 | \$ 23.21 | D | Â |
| Employee Stock Option (right-to-buy) | Â (3) | 04/17/2013 | Common Stock | 1,750 | \$ 16.02 | D | Â |
| Employee Stock Option (right-to-buy) | Â (3) | 02/12/2014 | Common Stock | 1,750 | \$ 18.89 | D | Â |
| Employee Stock Option (right-to-buy) | Â (3) | 02/10/2015 | Common Stock | 9,000 | \$ 16.01 | D | Â |
| Employee Stock Option (right-to-buy) | Â (3) | 02/08/2016 | Common Stock | 7,500 | \$ 16.94 | D | Â |
| Employee Stock Option (right-to-buy) | Â (3) | 02/26/2017 | Common Stock | 6,100 | \$ 16.1 | D | Â |
| Employee Stock Option (right-to-buy) | Â (3) | 02/22/2018 | Common Stock | 19,300 | \$ 10.59 | D | Â |
| Employee Stock Option (right-to-buy) | Â (4) | 02/20/2019 | Common Stock | 9,800 | \$ 6.68 | D | Â |
| Employee Stock Option (right-to-buy) | Â (5) | 04/26/2020 | Common Stock | 9,300 | \$ 10.04 | D | Â |
| Employee Stock Option (right-to-buy) | Â (6) | 05/04/2021 | Common Stock | 13,055 | \$ 6.52 | D | Â |
| Performance Rights | Â (7) | 12/31/2013 | Common Stock | 6,258 | \$ (7) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Boettger Bryan L 1415 WEST 22ND STREET SUITE 1100 OAK BROOK, IL 60523 | Â | Â | Â President-Public Safety Sys. | Â |

Signatures

Jennifer L. Sherman, attorney-in-fact for Bryan L. Boettger

05/26/2011

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Shares are subject to restrictions and forfeiture under Company Stock Benefit Plan.
- (2) Shares held in Savings Restoration Plan (formerly Rabbi Trust Plan).
- (3) Option is fully vested and exercisable as of the date hereof.
- (4) 6,533 options are vested and exercisable; the remaining 3,267 options will become exercisable on 2/20/2012.
- (5) 3,100 options are vested and exercisable; 3,100 options will become exercisable on 4/26/2012 and the remaining 3,100 options will become exercisable on 4/26/2013.
- (6) 4,352 options will become exercisable on 5/4/2012, 4,351 options will become exercisable on 5/4/2013 and the remaining 5,352 options will become exercisable on 5/4/2014.

Each performance share represents a contingent right to receive up to 2 shares of the Company's common stock based on a 1 year

- (7) performance metric (and additional 2 year vesting period). The number of shares to be received will depend on the Company's earnings per share (EPS) for the 1 year period.

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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