

POOL CORP
Form 4/A
August 10, 2006

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 *
CODE ANDREW W

(Last) (First) (Middle)

109 NORTH PARK BLVD, 4TH
FLOOR

(Street)

COVINGTON, LA 70433

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
POOL CORP [POOL]

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

02/18/2000

4. If Amendment, Date Original Filed(Month/Day/Year)
03/10/2000

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount or Price | | | |
| Common Stock | 07/27/2000 | | M | 18,983 (3) | A \$ 3.69 (3) (4) | 39,294 (3) | I By Partnership |
| Common Stock | 07/27/2000 | | S(2) | 18,983 (3) | D \$ 7.85 (3) | 20,311 (3) | I By Partnership |
| Common Stock | 08/17/2000 | | M | 9,495 (3) | A \$ 3.69 (3) (4) | 29,806 (3) | I By Partnership |
| Common Stock | 08/17/2000 | | S(2) | 9,495 (3) | D \$ 7.94 (3) | 20,311 (3) | I By Partnership |
| Common Stock | 03/13/2001 | | M | 9,493 (3) | A \$ 3.69 (3) (4) | 29,804 (3) | I By Partnership |

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| | | | | | | | | | |
|-----------------|------------|--|------------------|---------------------|---|---------------------------|-------------------|---|-------------------|
| Common Stock | 03/13/2001 | | S ⁽²⁾ | 9,493 <u>(3)</u> | D | \$ 10.44 <u>(3)</u> | 20,311 <u>(3)</u> | I | By Partnership |
|-----------------|------------|--|------------------|---------------------|---|---------------------------|-------------------|---|-------------------|

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

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(9-02)

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 Underlying Instrument (Instr. 3) |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title |
| Non-Employee Director Stock Option (Right to Buy) | \$ 3.69 <u>(3)</u> <u>(4)</u> | 02/18/2000 | | J ⁽¹⁾ | 28,479 <u>(3)</u> | 05/12/2000 ⁽⁴⁾ 05/12/2009 ⁽⁴⁾ | Common Stock |
| Non-Employee Director Stock Option (Right to Buy) | \$ 3.69 <u>(3)</u> <u>(4)</u> | 02/18/2000 | | J ⁽¹⁾ | 56,952 <u>(3)</u> | 05/12/2000 ⁽⁴⁾ 05/12/2009 ⁽⁴⁾ | Common Stock |
| Non-Employee Director Stock Option (Right to Buy) | \$ 3.69 <u>(3)</u> <u>(4)</u> | 07/27/2000 | | M | 18,983 <u>(3)</u> | 05/12/2000 ⁽⁴⁾ 05/12/2009 ⁽⁴⁾ | Common Stock |
| Non-Employee Director Stock Option (Right to Buy) | \$ 3.69 <u>(3)</u> <u>(4)</u> | 08/17/2000 | | M | 9,495 <u>(3)</u> | 05/12/2000 ⁽⁴⁾ 05/12/2009 ⁽⁴⁾ | Common Stock |
| Non-Employee Director Stock Option (Right to Buy) | \$ 3.69 <u>(3)</u> <u>(4)</u> | 03/13/2001 | | M | 9,493 <u>(3)</u> | 05/12/2000 ⁽⁴⁾ 05/12/2009 ⁽⁴⁾ | Common Stock |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CODE ANDREW W
 109 NORTHPARK BLVD
 4TH FLOOR
 COVINGTON, LA 70433

X

Signatures

Craig K Hubbard POA Andrew W
 Code

08/10/2006

__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).
- On February 18, 2000, the Reporting Person transferred to CHS Management Limited Partnership the Non-Employee Director Stock Options held by the Reporting Person, and Peter M. Gotsch transferred to CHS Management Limited Partnership the Non-Employee Director Stock Options held by Mr. Gotsch. The Reporting Person is an individual general partner of CHS Management Limited Partnership, and as such may be deemed to have acquired ownership of the Non-Employee Director Stock Options transferred to CHS Management Limited Partnership by the Reporting Person and Mr. Gotsch. The Reporting Person expressly disclaims beneficial ownership of each of the Non-Employee Director Stock Options owned by CHS Management Limited Partnership except to the extent of his pecuniary interest therein.
- (1) CHS Management Limited Partnership exercised the above listed Non-Employee Director Stock Option and sold the underlying securities. The Reporting Person is an individual general partner of CHS Management Limited Partnership, and as such may be deemed to have owned such Non-Employee Director Stock Options and the underlying securities of the Issuer. The Reporting Person expressly disclaims beneficial ownership of each of the Non-Employee Director Stock Options owned by CHS Management Limited Partnership except to the extent of his pecuniary interest therein.
 - (2) Responses reflect three-for-two splits of the Issuer's Common Stock since the grant date, which were effected in 2000, 2001, 2003 and 2004.
 - (3) This form has been amended to correct the information contained in column 4 of Table I and columns 2, 6 and 9 of Table II.

Remarks:

This Form 4 amends the Form 4's filed on 03/10/2000, 02/14/2001 and 04/06/2001.

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.