Klaben Matthew J Form 4 November 03, 2011

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

OMB APPROVAL OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005 Estimated average

0.5

Form 4 or Form 5 obligations may continue.

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

SECURITIES

burden hours per response...

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(1)

(3)

Common Stock, par

per share

Common

Stock, par

value \$0.01 11/01/2011

11/03/2011

(Print or Type Responses)

1. Name and Address of Reporting Person ** Klaben Matthew J			2. Issuer Name and Ticker or Trading Symbol CHART INDUSTRIES INC [GTLS]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (I	Middle)	3. Date of Earliest Transaction					(Check all applicable)			
			(Month/Day/Year) 11/01/2011					Director 10% Owner Other (specify below) VP, General Counsel and Sec.			
				If Amendment, Date Original led(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tabl	e I - Non-E	erivative S	Securi	ties Acqu	iired, Disposed of	, or Beneficial	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executio any		3. Transactic Code (Instr. 8)	4. Securition(A) or Dis (Instr. 3, 4	sposed	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 Beneficial Ownership (Instr. 4)	
Common Stock, par value \$0.01 per share	11/01/2011			M	30,000	A	\$ 12.16	50,848 (2)	D		

S

M

30,000 D

10,000 A

54.14

12.16

(4)

\$

20,848 (2)

30,848 (2)

D

D

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value \$0.01 per share $\frac{(1)}{}$

Common Stock, par

value \$0.01 11/03/2011

S 10,000

10,000 D \$ 57.5 20,848 (2)

D

per share (3)

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 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. Transactic Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy) (5)	\$ 12.16	11/01/2011		M	28,082	06/12/2007	03/29/2016	Common Stock	28,082
Stock Option (Right to Buy) (5)	\$ 12.16	11/01/2011		M	1,918	<u>(7)</u>	03/29/2016	Common Stock	1,918
Stock Option (Right to Buy) (5)	\$ 12.16	11/03/2011		M	10,000	<u>(7)</u>	03/29/2016	Common Stock	10,000
Stock Option (Right to Buy) (8)	\$ 27.74					<u>(9)</u>	08/02/2017	Common Stock	2,900
Stock Option (Right to	\$ 30.95					(10)	01/02/2018	Common Stock	3,020

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Buy) (8)					
Stock Option (Right to Buy) (8)	\$ 11	<u>(11)</u>	01/02/2019	Common stock	5,210
Stock Option (Right to Buy) (8)	\$ 17.03	(12)	01/04/2020	Common Stock	5,730
Stock Option (Right to Buy) (8)	\$ 36.45	<u>(13)</u>	01/03/2021	Common Stock	3,560

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Klaben Matthew J ONE INFINITY CORPORATE CENTRE DRIVE GARFIELD HEIGHTS, OH 44125

VP, General Counsel and Sec.

Signatures

Reporting Person

/s/ Matthew J.
Klaben

**Signature of 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 securities were acquired pursuant to a prearranged trading plan adopted on September 1, 2011, that is intended to comply with Rule 10b5-1(c) under the Securities Exchange Act of 1934.
- 3,227 and 1,390 shares of the total amount beneficially owned were granted on February 22, 2010 and January 3, 2011, respectively, pursuant to restricted stock award agreements under the Chart Industries, Inc. 2009 Omnibus Equity Plan in an exempt transaction under Rule 16b-3 and remain subject to restriction. The restricted stock awards vest in equal installments on each of the first three anniversaries of the date of grant.
- These securities were sold pursuant to a prearranged trading plan adopted on September 1, 2011, that is intended to comply with Rule 10b5-1(c) under the Securities Exchange Act of 1934.
 - Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$53.25 \$55.00.
- (4) The reporting person hereby undertakes, upon request by the Commission staff, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
- These options were exercised pursuant to a prearranged trading plan adopted on September 1, 2011, that is intended to comply with Rule 10b5-1(c) under the Securities Exchange Act of 1934.
- These options were granted on March 29, 2006 as performance options under the Chart Industries, Inc. Amended and Restated 2005 Stock Incentive Plan in an exempt transaction under Rule 16b-3 and became fully vested on June 12, 2007.

(7)

Reporting Owners 3

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These options were granted on March 29, 2006 pursuant to the terms of the Chart Industries, Inc. Amended and Restated 2005 Stock Incentive Plan in an exempt transaction under Rule 16b-3. The options vest annually from the date of grant in equal installments over five years based on continued service.

- (8) No transaction is being reported on this line. Reported on a previously filed Form 4 or Form 5.
- These options were granted on August 2, 2007 pursuant to the Chart Industries, Inc. Amended and Restated 2005 Stock Incentive Plan in an exempt transaction under Rule 16b-3. The options vest with respect to one-fourth (1/4) of the total number of shares of common stock underlying the stock options on each of the first four anniversaries of the date of grant.
- These options were granted on January 2, 2008 pursuant to the Chart Industries, Inc. Amended and Restated 2005 Stock Incentive Plan (10) in an exempt transaction under Rule 16b-3. The options vest with respect to one-fourth (1/4) of the total number of shares of common stock underlying the stock options on each of the first four anniversaries of the date of grant.
- These options were granted on January 2, 2009 pursuant to the Chart Industries, Inc. Amended and Restated 2005 Stock Incentive Plan (11) in an exempt transaction under Rule 16b-3. The options vest with respect to one-fourth (1/4) of the total number of shares of common stock underlying the stock options on each of the first four anniversaries of the date of grant.
- These options were granted on January 4, 2010 pursuant to the the Chart Industries, Inc. 2009 Omnibus Equity Plan in an exempt (12) transaction under Rule 16b-3. The options vest with respect to one-fourth (1/4) of the total number of shares of common stock underlying the stock options on each of the first four anniversaries of the date of grant.
- These options were granted on January 3, 2011 pursuant to the the Chart Industries, Inc. 2009 Omnibus Equity Plan in an exempt (13) transaction under Rule 16b-3. The options vest with respect to one-fourth (1/4) of the total number of shares of common stock underlying the stock options on each of the first four anniversaries of the date of grant.

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.