CUSHING JOHN A
Form 4
March 29, 2013

# FORM 4

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

**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

| | |
|---|---|
| OMB Number: | 3235-0287 |
| Expires: | January 31, 2005 |
| Estimated average burden hours per response... | 0.5 |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
CUSHING JOHN A

(Last) (First) (Middle)

PO BOX 20187

(Street)

PORTLAND, OR 97294

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
CASCADE CORP [CASC]

3. Date of Earliest Transaction (Month/Day/Year)
03/28/2013

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 below) _____ Other (specify below)
Treasurer

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 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 | (A) or (D) | Price | | | |
| Common Stock | 03/28/2013 | | D | | 481 (1) | D | $ 65 | 0 | D | |

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. 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 and Am Underlying Sec (Instr. 3 and 4) | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | A o N o S |
| Stock Appreciation Rights | $ 21.15 | 03/28/2013 | | D | | | 14,000 | 05/26/2005[2] | 05/26/2014 | Common Stock | |
| Stock Apreciation Rights | $ 35.6 | 03/28/2013 | | D | | | 15,000 | 06/07/2006[3] | 06/07/2015 | Common Stock | |
| Stock Appreciation Rights | $ 37.05 | 03/28/2013 | | D | | | 7,500 | 06/06/2007[4] | 06/06/2016 | Common Stock | |
| Stock Appreciation Rights | $ 73.73 | 03/28/2013 | | D | | | 2,000 | 06/08/2008[5] | 06/08/2017 | Common Stock | |
| Stock Appreciation Rights | $ 44.24 | 03/28/2013 | | D | | | 1,068 | 06/06/2009[6] | 06/06/2018 | Common Stock | |
| Stock Appreciation Rights | $ 24.5 | 03/28/2013 | | D | | | 1,200 | 06/05/2010[7] | 06/05/2019 | Common Stock | |
| Stock Appreciation Rights | $ 32.01 | 03/28/2013 | | D | | | 875 | 06/08/2011[8] | 06/08/2020 | Common Stock | |
| Stock Appreciation Rights | $ 48.66 | 03/28/2013 | | D | | | 1,901 | 04/01/2012[9] | 04/01/2021 | Common Stock | |
| Stock Appreciation Rights | $ 50.12 | 03/28/2013 | | D | | | 1,045 | 03/30/2013[10] | 03/30/2022 | Common Stock | |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| | | | | Treasurer |

CUSHING JOHN A
PO BOX 20187
PORTLAND, OR 97294

# Signatures

| | |
|---|---|
| John A. Cushing | 03/29/2013 |
| **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)** 481 of these shares represent shares of restricted stock which became fully vested by virtue of the merger and were cancelled and converted into the right to receive a lump sum cash payment equal to the merger consideration of $65.00 per share, pursuant to the Agreement and Plan of Merger, dated October 22, 2012, among Cascade Corporation, Toyota Industries Corporation and Industrial Components and Attachments II, Inc.

**(2)** These stock appreciation rights, which provided for vesting in four equal annual installments beginning on May 26, 2005, were cancelled in the merger in exchange for a cash payment of $613,900, representing the aggregate amount by which the merger consideration of $65.00 per share exceeds the base price of the stock appreciation rights.

**(3)** These stock appreciation rights, which provided for vesting in four equal annual installments beginning on June 7, 2006, were cancelled in the merger in exchange for a cash payment of $441,000, representing the aggregate amount by which the merger consideration of $65.00 per share exceeds the base price of the stock appreciation rights.

**(4)** These stock appreciation rights, which provided for vesting in four equal annual installments beginning on June 6, 2007, were cancelled in the merger in exchange for a cash payment of $209,625, representing the aggregate amount by which the merger consideration of $65.00 per share exceeds the base price of the stock appreciation rights.

**(5)** These stock appreciation rights, which provided for vesting in four equal annual installments beginning on June 8, 2008, were cancelled in the merger. No cash payment was made in exchange for the stock appreciation rights because the base price of the stock appreciation rights exceeds the merger consideration of $65.00 per share.

**(6)** These stock appreciation rights, which provided for vesting in four equal annual installments beginning on June 6, 2009, were cancelled in the merger in exchange for a cash payment of $22,172, representing the aggregate amount by which the merger consideration of $65.00 per share exceeds the base price of the stock appreciation rights.

**(7)** These stock appreciation rights, which provided for vesting in four equal annual installments beginning on June 5, 2010, were cancelled in the merger in exchange for a cash payment of $48,600, representing the aggregate amount by which the merger consideration of $65.00 per share exceeds the base price of the stock appreciation rights.

**(8)** These stock appreciation rights, which provided for vesting in four equal annual installments beginning on June 8, 2011, were cancelled in the merger in exchange for a cash payment of $28,866, representing the aggregate amount by which the merger consideration of $65.00 per share exceeds the base price of the stock appreciation rights.

**(9)** These stock appreciation rights, which provided for vesting in four equal annual installments beginning on April 1, 2012, were cancelled in the merger in exchange for a cash payment of $31,062, representing the aggregate amount by which the merger consideration of $65.00 per share exceeds the base price of the stock appreciation rights.

**(10)** These stock appreciation rights, which provided for vesting in four equal annual installments beginning on March 30, 2013, were cancelled in the merger in exchange for a cash payment of $15,550, representing the aggregate amount by which the merger consideration of $65.00 per share exceeds the base price of the stock appreciation rights.

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.