

AVERY CHARLES F JR
 Form 3
 March 23, 2010

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

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 AVERY CHARLES F JR | | (Month/Day/Year) | FEDERAL SIGNAL CORP /DE/ [fss] | |
| (Last) | (First) | (Middle) | 03/22/2010 | |
| 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 IL Â 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 |
| | | | V.P., IT, and Controller | |

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 | 9,900 ⁽¹⁾ | D | Â |

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 Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|--------------|----------------------------|----------|----------------------------|---|
| Employee Stock Option (right-to-buy) | Â (2) | 04/26/2015 | Common Stock | 1,500 | \$ 14 | D | Â |
| Employee Stock Option (right-to-buy) | Â (2) | 02/08/2016 | Common Stock | 8,100 | \$ 16.94 | D | Â |
| Employee Stock Option (right-to-buy) | Â (2) | 02/26/2017 | Common Stock | 5,200 | \$ 16.1 | D | Â |
| Employee Stock Option (right-to-buy) | Â (3) | 02/22/2018 | Common Stock | 15,400 | \$ 10.59 | D | Â |
| Employee Stock Option (right-to-buy) | Â (4) | 02/20/2019 | Common Stock | 11,500 | \$ 6.68 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| AVERY CHARLES F JR 1415 WEST 22ND STREET SUITE 1100 OAK BROOK, IL 60523 | Â | Â | Â V.P., IT, and Controller | Â |

Signatures

Jennifer L. Sherman, attorney-in-fact for Charles F. Avery, Jr. 03/23/2010

__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) Option is fully vested and exercisable as of the date hereof.
- (3) Option became exercisable as to 5,134 shares on 2/22/2009; 5,133 shares became exercisable on 2/22/2010; and the remaining 5,133 shares will become exercisable on 2/22/2011.
- (4) Option became exercisable as to 3,834 shares on 2/20/2010; 3,833 shares become exercisable on 2/20/2011 and the remaining 3,833 shares will become exercisable on 2/20/2012.

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.