



Edgar Filing: WOOD ROBERT L - Form 4

1. Title of 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 Amount of Underlying Securities (Instr. 3 and 4)	8. P Derivatives (Instr. 3 and 4)
Common Stock		01/30/2006 <sup>(11)</sup>		J <sup>(12)</sup>	70,242 D	\$ 12.1 68,503 I	Account II Restricted Stock Account II	
Common Stock						101,272 I	Restricted Stock Account III	
Common Stock						2,236 I	Savings Plan (401K) Trust	
Common Stock						12,208 I	Supplemental Savings Plan	

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

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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 Amount of Underlying Securities (Instr. 3 and 4)	8. P Derivatives (Instr. 3 and 4)
NQ Rights Option	\$ 12.92					02/23/2006 03/22/2015	Common Stock 300,000	
NQ Stock Option (Right to Buy)	\$ 7.64					01/20/2005 02/19/2014	Common Stock 500,000	

## Reporting Owners

Reporting Owner Name / Address

**Relationships**

Director 10% Owner Officer Other

WOOD ROBERT L  
199 BENSON ROAD  
MIDDLEBURY, CT 06749

President and CEO

## Signatures

Robert L. Wood                      01/30/2006

\_\_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).
- (12) 70,242 shares were distributed to the reporting person in connection with his employment agreement from Restricted Stock Account II, of which 26,333 shares were withheld to satisfy tax withholding requirements.
  - (1) Transaction date was January 20, 2005. New filing software would not accept original transaction date.
  - (10) 68,504 shares were distributed to the reporting person in connection with his employment agreement from Restricted Stock Account II, of which 21,652 shares were withheld to satisfy tax withholding requirements.
  - (5) Transaction date was January 24, 2006. Filing software would not accept the January 24, 2006 date in this Form 4 as a Form 5 for the Reporting Person was filed on January 27, 2006.
    - (2) Direct holdings increased by 46,852 shares transferred from Restricted Stock Account II.
  - (11) Transaction date was January 24, 2006. Filing software would not accept the January 24, 2006 date in this Form 4 as a Form 5 for the Reporting Person was filed on January 27, 2006.
    - (3) Transaction date was January 24, 2006. Filing software would not accept the January 24, 2006 date in this Form 4 as a Form 5 for the Reporting Person was filed on January 27, 2006.
  - (8) 34,760 shares were distributed to the reporting person in connection with the 2004-2006 Long-Term Incentive Plan from the Restricted Stock Account, of which 11,035 shares were withheld to satisfy tax withholding requirements.
  - (9) Transaction date was January 20, 2005. New filing software would not accept original transaction date.
  - (7) Transaction date was January 24, 2006. Filing software would not accept the January 24, 2006 date in this Form 4 as a Form 5 for the Reporting Person was filed on January 27, 2006.
  - (6) Direct holdings increased by 23,635 shares transferred from the 2004-2006 Long-term Incentive Plan (Restricted Stock Account I).
  - (4) Direct holdings increased by 43,909 shares transferred from Restricted Stock Account II.

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.