STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Thomas Peter T Form 4

September 08, 2010

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL OMB

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Check this box if no longer subject to Section 16. Form 4 or Form 5

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Shares

(Print or Type Responses)

1. Name and Address of Reporting Person Thomas Peter T	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
	FERRO CORP [FOE]	(Check all applicable)		
(Last) (First) (Middle)	3. Date of Earliest Transaction			
1000 LAKESIDE AVENUE	(Month/Day/Year) 09/03/2010	Director 10% OwnerX Officer (give title Other (specify below) Vice President, PCEM		
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
CLEVELAND, OH 44114-1147	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

					•	. 01001			
(City)	(State)	(Zip) Tab	le I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of	, or Beneficia	ally 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)		sed of 4 and (A) or	` '	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	09/03/2010		M	9,967	A	\$ 1.37	19,731	D	
Common Stock	09/03/2010		D	9,967	D	\$ 11.7523	9,764	D	
Common Stock							1,209.334	I	Investment Savings Plan
Common Stock - Restricted							32,200	D	

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Common

Stock - 4,750 D

Restricted

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

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SEC 1474

(9-02)

$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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)			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 Options (Right to Buy)	\$ 1.37	09/03/2010		M		9,967	02/25/2010	02/25/2019	Common Stock	9,967
Phantom Shares (2)	<u>(1)</u> <u>(2)</u>						(1)(2)	(1)(2)	Common Stock	7,005.252
Stock Options (Right to Buy)	\$ 23.6						02/09/2002	02/09/2011	Common Stock	2,500
Stock Options (Right to Buy)	\$ 25.5						02/11/2003	02/11/2012	Common Stock	3,000
Stock Options (Right to Buy)	\$ 21.26						02/28/2004	02/28/2013	Common Stock	7,000
Stock Options (Right to Buy)	\$ 26.26						02/09/2005	02/09/2014	Common Stock	7,500
	\$ 19.39						02/07/2006	02/07/2015		8,500

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Stock Options (Right to Buy)				Common Stock	
Stock Options (Right to Buy)	\$ 20.69	02/16/2007	02/16/2016	Common Stock	15,500
Stock Options (Right to Buy)	\$ 21.99	02/06/2008	02/06/2017	Common Stock	25,000
Stock Options (Right to Buy)	\$ 17.26	02/28/2009	02/28/2018	Common Stock	25,000
Stock Options (Right to Buy)	\$ 8.25	02/25/2011	02/25/2020	Common Stock	60,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting Owner France / Francess	Director	10% Owner	Officer	Other			
Thomas Peter T 1000 LAKESIDE AVENUE CLEVELAND, OH 44114-1147			Vice President, PCEM				

Signatures

/s/ John T. Bingle, Treasurer, by Power of Attorney 09/08/2010

**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) Represent phantom shares awarded under the Company's Supplemental Defined Contribution Plan for Executive Employees.
 - Represent phantom shares awarded under the Company's Supplemental Defined Contribution Plan for Executive Employees. These
- (2) shares were previously disclosed in Table I of this Form and have been moved to Table II of this Form. This transaction is not a disposition.

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.

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