

Gaming Partners International CORP

Form 4

December 21, 2005

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

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

**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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ENDY ERIC P

2. Issuer Name **and** Ticker or Trading
Symbol
Gaming Partners International CORP
[GPIC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

11 QUAIL VALLEY ST.

(Street)

LAS VEGAS, NV 89148

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
12/19/2005

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock					393,659	I	See footnote (1)
Common Stock (2)	12/19/2005		M	10,894 A	\$ 8.0625 55,249	D	
Common Stock (2)	12/19/2005		S	500 D	\$ 11.87 54,749	D	
Common Stock (2)	12/19/2005		S	100 D	\$ 11.9 54,649	D	
Common Stock (2)	12/19/2005		S	7,132 D	\$ 11.95 47,517	D	

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Common Stock <u>(2)</u>	12/19/2005	S	1,362	D	\$ 12	46,155	D
Common Stock <u>(2)</u>	12/19/2005	S	1,800	D	\$ 12.05	44,355	D
Common Stock <u>(3)</u>	12/20/2005	M	2,214	A	\$ 8.0625	46,569	D
Common Stock <u>(3)</u>	12/20/2005	S	914	D	\$ 12	45,655	D
Common Stock <u>(3)</u>	12/20/2005	S	500	D	\$ 12.04	45,155	D
Common Stock <u>(3)</u>	12/20/2005	S	800	D	\$ 12.05	44,355	D

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

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(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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Common Stock <u>(2)</u>	\$ 8.0625	12/19/2005		M	10,894	07/29/1999 07/29/2006	Common Stock 27,000
Common Stock <u>(3)</u>	\$ 8.0625	12/20/2005		M	2,214	07/29/1999 07/29/2005	Common Stock 16,106

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
ENDY ERIC P 11 QUAIL VALLEY ST. LAS VEGAS, NV 89148	X

Signatures

/s/ Melody Sullivan, by power of
attorney

12/21/2005

__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).

Mr. Endy indirectly beneficially owns the following shares in the manner described: Paul S. Endy, Jr. Living Trust 369,659; Daren Chang

- (1) Endy Irrevocable Trust 6,000 shares; Nevin Chao Endy Irrevocable Trust 6,000 shares; Celine Endy Irrevocable Trust 6,000 shares; and Hsiao Chin Endy (Spouse) 6,000 shares.

On December 19, 2005, Mr. Endy made a cashless exercise of his option and purchased 10,894 shares of the \$0.01 par value common stock of Gaming Partners International Corporation (the "Company") at an exercise price of \$8.0625 per share. The option was originally

(2) granted under the Company's 1994 Long-Term Incentive Plan (the "Plan"). The option is fully vested and exercisable as of July 29, 1999, with respect to the remaining 16,106 shares. Mr. Endy's exercise of his option was exempt under Rule 16b-3 and/or Rule 16b-6(b). Mr. Endy then sold these shares on the open market at prices ranging from \$11.87 to \$12.05 per share.

On December 20, 2005, Mr. Endy made a cashless exercise of his option and purchased 2,214 shares of the \$0.01 par value common stock of the Company at an exercise price of \$8.0625 per share. The option was originally granted under the Plan. The option is fully

(3) vested and exercisable as of July 29, 1999, with respect to the remaining 13,892 shares. Mr. Endy's exercise of his option was exempt under Rule 16b-3 and/or Rule 16b-6(b). Mr. Endy then sold these shares on the open market at prices ranging from \$12.00 to \$12.05 per share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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