

Knebel David E
Form 4/A
August 02, 2011

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 *
Knebel David E

(Last) (First) (Middle)

2425 SOUTH YUKON AVENUE

(Street)

TULSA, OK 74107-2728

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
AAON INC [AAON]

3. Date of Earliest Transaction
(Month/Day/Year)
06/13/2011

4. If Amendment, Date Original
Filed(Month/Day/Year)
05/28/2010

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Vice President, Sales & Techno

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$.004	06/13/2011		J	5,650 (1) A \$ 0	16,950 (2)	D	
Common Stock, par value \$.004	06/13/2011		J	6,900 (1) A \$ 0	20,700 (2)	D	
Common Stock, par value \$.004	06/13/2011		J	650 (1) A \$ 0	1,950 (2)	D	
Common stock, par	06/13/2011		J	1,490 (1) A \$ 0	4,471 (2)	I	401(k) Plan

value \$.004

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. Pri Deriv Secur (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 6.45 ⁽³⁾					02/21/2004	02/21/2013	Common Stock	30,000 ⁽²⁾
Stock Option	\$ 7.21 ⁽³⁾					04/06/2006	04/06/2015	Common Stock	11,250 ⁽²⁾
Stock Option	\$ 12.29 ⁽³⁾					05/08/2007	05/08/2016	Common Stock	22,500 ⁽²⁾
Stock Option	\$ 11.31 ⁽³⁾					03/10/2009	03/10/2018	Common Stock	4,500 ⁽²⁾
Stock Option	\$ 10.23 ⁽³⁾					10/17/2009	10/17/2018	Common Stock	15,000 ⁽²⁾
Stock Option	\$ 10.21 ⁽³⁾					03/09/2010	03/09/2019	Common Stock	7,500 ⁽²⁾
Stock Option	\$ 15.51 ⁽³⁾					05/25/2011	05/25/2020	Common Stock	15,000 ⁽²⁾

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Knebel David E 2425 SOUTH YUKON AVENUE	Vice President, Sales & Techno

TULSA, OK 74107-2728

Signatures

David E. Knebel

08/02/2011

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) Reflects a 3 for 2 stock split effected pursuant to a 50% stock dividend.
- (2) Adjusted to reflect a 3 for 2 stock split effected pursuant to a 50% stock dividend.
- (3) Adjusted to reflect a 3 for 2 stock split effected pursuant to a 50% stock dividend.

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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