

Wilson Joseph W
Form 3
May 25, 2011

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)

<p>1. Name and Address of Reporting Person *</p> <p>Wilson Joseph W</p> <p>(Last) (First) (Middle)</p> <p>1415 WEST 22ND STREET, SUITE 1100</p> <p>(Street)</p> <p>OAK BROOK, IL 60523</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>05/19/2011</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>FEDERAL SIGNAL CORP /DE/ [fss]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) President- Industrial Systems</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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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	13,179 ⁽¹⁾	D	^
Common Stock	74 ⁽²⁾	D	^
Common Stock	4,720.7838	I	held in 401(k) plan

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	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial
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	Date Exercisable	Expiration Date	Derivative Security (Instr. 4) Title	Amount or Number of Shares	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)
Employee Stock Option (right-to-buy)	Â (3)	02/06/2012	Common Stock	500	\$ 23.21	D	Â
Employee Stock Option (right-to-buy)	Â (3)	04/17/2013	Common Stock	800	\$ 16.02	D	Â
Employee Stock Option (right-to-buy)	Â (3)	02/12/2014	Common Stock	1,000	\$ 18.89	D	Â
Employee Stock Option (right-to-buy)	Â (3)	02/08/2016	Common Stock	3,000	\$ 16.94	D	Â
Employee Stock Option (right-to-buy)	Â (3)	02/26/2017	Common Stock	3,400	\$ 16.1	D	Â
Employee Stock Option (right-to-buy)	Â (3)	02/22/2018	Common Stock	22,000	\$ 10.59	D	Â
Employee Stock Option (right-to-buy)	Â (4)	02/20/2019	Common Stock	16,400	\$ 6.68	D	Â
Employee Stock Option (right-to-buy)	Â (5)	04/26/2020	Common Stock	12,100	\$ 10.04	D	Â
Employee Stock Option (right-to-buy)	Â (6)	05/04/2021	Common Stock	16,972	\$ 6.52	D	Â
Performance Rights	Â (7)	12/31/2013	Common Stock	8,135	\$ (7)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wilson Joseph W 1415 WEST 22ND STREET SUITE 1100 OAK BROOK, IL 60523	Â	Â	Â President- Industrial Systems	Â

Signatures

Jennifer L. Sherman, attorney-in-fact for Joseph W. Wilson

05/25/2011

__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) Shares held in joint account with spouse.
- (3) Option is fully vested and exercisable as of the date hereof.
- (4) 10,933 options are vested and exercisable; the remaining 5,467 options become exercisable on 2/20/2012.
- (5) 4,034 options are vested and exercisable; 4,033 options become exercisable on 4/26/2012 and the remaining 4,033 options become exercisable on 4/26/2013.
- (6) 5,658 options become exercisable on 5/4/2012; 5,657 options become exercisable on 5/4/2013 and the remaining 5,657 options become exercisable on 05/04/2014.

Each performance share represents a contingent right to receive up to 2 shares of the Company's common stock based on a 1 year performance metric (and additional 2 year vesting period). The number of shares to be received will depend on the Company's earnings per share (EPS) for the 1 year period.

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.