

GRAFTECH INTERNATIONAL LTD  
 Form 3  
 September 26, 2005

**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)

1. Name and Address of Reporting Person \*  
 Â Freitas Luiz Augusto Barros De  
 (Last) (First) (Middle)

2. Date of Event Requiring Statement  
 (Month/Day/Year)  
 09/15/2005

3. Issuer Name and Ticker or Trading Symbol  
 GRAFTECH INTERNATIONAL LTD [GTI]

4. Relationship of Reporting Person(s) to Issuer

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

C/O GRAFTECH INTERNATIONAL,Â 1521 CONCORD PIKE, SUITE 301  
 (Street)

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 \_\_\_ Officer \_\_\_X\_\_\_ Other  
 (give title below) (specify below)  
 Advanced Graphite Materials

WILMINGTON,Â DEÂ 19803  
 (City) (State) (Zip)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 \_\_\_X\_\_\_ Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

**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                    | 22,771  | D <u>(1)</u>   | Â   |
| Common Stock                    | 15,000  | D <u>(2)</u>   | Â   |

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

Edgar Filing: GRAFTECH INTERNATIONAL LTD - Form 3

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br><small>(Month/Day/Year)</small> |                    | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) |                                  | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|---|---|--------------------|--|----------------------------------|--|--|---|
|   | Date<br>Exercisable   | Expiration<br>Date | Title  | Amount or<br>Number of<br>Shares |  |  |   |
| Time options (right to buy)                   | Â (3)   | 02/08/2006         | Common Stock   | 6,000                            | \$ 35  | D  | Â   |
| Time options (right to buy)                   | Â (4)   | 09/29/2008         | Common Stock   | 6,000                            | \$ 17.06   | D  | Â   |
| Time options (right to buy)                   | Â (5)   | 12/31/2008         | Common Stock   | 35,000                           | \$ 6.56  | D  | Â   |

### Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |                             |
|--|---------------|-----------|---------|-------|-----------------------------|
|  | Director      | 10% Owner | Officer | Other |                             |
| Freitas Luiz Augusto Barros De<br>C/O GRAFTECH INTERNATIONAL<br>1521 CONCORD PIKE, SUITE 301<br>WILMINGTON,Â DEÂ 19803 | Â             | Â         | Â       |       | Advanced Graphite Materials |

### Signatures

/s/Karen G. Narwold, Attorney-in-fact for Luiz A. Freitas 09/26/2005

\*\*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) On May 25, 2005, the Company granted 22,771 restricted shares, valued at the then current market price of \$3.80 per share, subject to a two-year cliff vesting period.
- (2) On August 31, 2005, the Company granted 15,000 restricted shares, valued at the then current market price of \$5.94 per share, under the Company's Long Term Incentive Plan, of which one-third will vest on August 31 of each of 2006, 2007, and 2008.
- (3) Of such options, 2,000 vested on August 28, 1997, and 4,000 vested on February 8, 2004.
- (4) Of such options, 2,000 vested on each of May 21, 1999, July 14, 1999, and September 29, 1999.
- (5) Such options will vest on July 31, 2008 or earlier on March 31, 2006 if certain cash flow performance targets are achieved in each of 2003, 2004 and 2005 under the Company's Long Term Incentive Plan. For each year that such targets are achieved, one-third of the options granted will vest on March 31, 2006. If not previously exercised, these options will expire on December 31, 2008. 11,666 of such options will vest on March 31, 2006.

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.