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AMERON INTERNATIONAL CORP

Form 8-K

April 22, 2010

United States  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported) April 19, 2010

AMERON INTERNATIONAL CORPORATION  
(Exact name of Registrant as specified in its charter)

Delaware  
(State or Other  
Jurisdiction  
of Incorporation)

1-9102  
(Commission  
File Number)

77-0100596  
(I.R.S. Employer  
Identification No.)

245 South Los Robles Avenue  
Pasadena, California  
(Address of Principal Executive Offices)

91101  
(Zip Code)

Registrant's telephone number, including area code (626) 683-4000

Not Applicable  
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

- (e) In connection with an organizational restructuring, the compensation of named executive officer Mark J. Nowak was amended effective April 19, 2010 as follows: (1) fiscal year 2010 annualized base salary rate is \$200,000; and (2) fiscal year 2010 Annual Management Incentive Compensation Plan Target Award (expressed as a percentage of base salary rate) is 40.0%.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereto duly authorized.

AMERON INTERNATIONAL CORPORATION

Dated: April 22, 2010

By: /s/ Javier Solis

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Javier Solis  
Secretary