

Goodman Global Inc
 Form 3
 April 05, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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>Â Goodman John</p> <p>(Last) (First) (Middle)</p> <p>C/O GOODMAN GLOBAL, INC.,Â 2550 NORTH LOOP WEST, SUITE 400</p> <p>(Street)</p> <p>HOUSTON,Â TXÂ 77092</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>04/05/2006</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Goodman Global Inc [GGL]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</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	300,634 ⁽¹⁾	I	See Footnote ⁽²⁾
Common Stock	400,845 ⁽¹⁾	I	See Footnote ⁽³⁾
Common Stock	300,634 ⁽¹⁾	I	See Footnote ⁽⁴⁾
9.5% Series A Preferred Stock ⁽⁵⁾	1,413.6126	I	See Footnote ⁽²⁾
9.5% Series A Preferred Stock ⁽⁵⁾	1,884.8168	I	See Footnote ⁽³⁾
9.5% Series A Preferred Stock ⁽⁵⁾	1,413.6126	I	See Footnote ⁽⁴⁾

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 <small>(Month/Day/Year)</small>		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Non-Qualified Stock Option: right to buy	Â (6)	03/01/2015	Common Stock	30,321 (1) \$ 5.28 (1)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Goodman John C/O GOODMAN GLOBAL, INC. 2550 NORTH LOOP WEST, SUITE 400 HOUSTON, TX 77092	Â X	Â	Â	Â

Signatures

/s/ John B.
Goodman

04/05/2006

**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) Reflects the 7.580345-for-1 stock split to be effected in connection with the Issuer's initial public offering of its common stock.
- (2) Includes shares of common stock and shares of preferred stock held by the John Bailey Goodman 1984 Grantor Trust of which the Reporting Person is co-trustee and beneficiary.
- (3) Includes shares of common stock and shares of preferred stock held by the Betsy Goodman Abell 1984 Grantor Trust of which the Reporting Person is a co-trustee.
- (4) Includes shares of common stock and shares of preferred stock held by the Meg Goodman Daniel 1984 Grantor Trust of which the Reporting Person is a co-trustee.
- (5) The Issuer intends to use part of the use of proceeds from the initial public offering of its common stock to redeem all of the shares of preferred stock.
- (6) 100% of the shares subject to these options are fully vested and exercisable.

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.