

Ladd Benjamin M.  
Form 5  
January 21, 2009

**FORM 5**

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

OMB APPROVAL

OMB Number: 3235-0362  
Expires: January 31, 2005  
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
Ladd Benjamin M.

2. Issuer Name and Ticker or Trading Symbol  
FutureFuel Corp. [FTFL.OB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

CFO & Treasurer of FFCC

(Last) (First) (Middle)  
  
2800 GAP ROAD  
  
(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2008

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

6. Individual or Joint/Group Reporting

(check applicable line)

BATESVILLE, AR 72501

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

**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)	(A) or (D)	Amount	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	10/02/2008	Â	M4	10,000	A	\$ 4	20,000	D <sup>(1)</sup>	Â	
Common Stock	12/03/2008	Â	A4	100	A	\$ 0	20,100	D <sup>(2)</sup>	Â	

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

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SEC 2270 (9-02)

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**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 Security (Instr. 3 and 4)
					(A)	(D)	Date Exercisable	Expiration Date	
Stock Options (Right to Buy)	\$ 4	09/23/2008	Â	D4	Â	10,000 (3)	04/07/2008	04/07/2013	Common Stock
Stock Options (Right to Buy)	\$ 4	09/23/2008	Â	A4	10,000 (3)	Â	09/23/2008	09/23/2013	Common Stock
Stock Options (Right to Buy)	\$ 4	10/02/2008	Â	M4	Â	10,000 (1)	09/23/2008	09/23/2013	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ladd Benjamin M. 2800 GAP ROAD BATESVILLE, AR 72501	Â	Â	Â CFO & Treasurer of FFCC	Â

## Signatures

/s/ Benjamin M. Ladd  
Date: 01/19/2009

\*\*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) Exercise of stock options under the issuer's 2007 Omnibus Incentive Plan; exempt under Rule 16b-3.
- (2) Exempt award of stock bonus under the issuer's 2007 Omnibus Incentive Plan; exempt under Rule 16b-3.
- (3) The first two reported transactions in Table II involved an amendment of an outstanding option, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. The option originally was granted on April 7, 2008 and provided for vesting in three equal annual installments on April 7, 2009, 2010 and 2011, respectively, and was to expire on April 7, 2013. The option was amended to provide for full immediate vesting on September 23, 2008 and its expiration was extended to September 23, 2013. These

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transactions are exempt under Rule 16b-3.

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