

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2006-01-05** | Period of Report: **2006-01-03**  
SEC Accession No. **0001249525-06-000001**

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### ISSUER

#### **ALPINE GROUP INC /DE/**

CIK: **4164** | IRS No.: **221620387** | State of Incorpor.: **DE** | Fiscal Year End: **1231**  
SIC: **3357** Drawing & insulating of nonferrous wire

#### Mailing Address

*ONE MEADOWLANDS PLAZA  
SUITE 801  
EAST RUTHERFORD NJ 07073*

#### Business Address

*ONE MEADOWLANDS PLAZA  
SUITE 801  
EAST RUTHERFORD NJ 07073  
201-549-4400*

### REPORTING OWNER

#### **JANSING JOHN C**

CIK: **1249525**  
Type: **4** | Act: **34** | File No.: **000-02249** | Film No.: **06511134**

#### Mailing Address

*ONE MEADOWLAND PLZ  
E RUTHERFORD NJ 07073*

#### Business Address

*ONE MEADOWLANDS PLAZA  
STE 200  
EAST RUTHERFORD NJ 07073  
201-549-4400*

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

OMB Number: 3235-0287  
 Expires: 02/28/2011  
 Estimated average burden hours per response 0.5

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

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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<br><b>JANSING JOHN C</b> |         |          | 2. Issuer Name and Ticker or Trading Symbol<br><b>ALPINE GROUP INC /DE/ [APNI]</b> |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |  |  |
| (Last)   | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>01/03/2006</b>              |  |  |   |  |  |
| C/O THE ALPINE GROUP, INC., ONE MEADOWLANDS PLAZA, SUITE 801     |         |          | 4. If Amendment, Date Original Filed(Month/Day/Year)                               |  |  | 6. Individual or Joint/Group Filing<br>(Check applicable line)<br><input checked="" type="checkbox"/> Form Filed by One Reporting Person<br><input type="checkbox"/> Form Filed by More than One Reporting Person   |  |  |
| (Street)<br><b>EAST RUTHERFORD, NJ 07073</b>                     |         |          |  |  |  |   |  |  |
| (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) |            | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|-----|---|------------|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D) |   |  |   |
| Common Stock                    | 01/03/2006                           |  | A                              | (4) | 2,358   | A          | \$2.65  | 392,130  | D   |

**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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|--------------------------------------|--|--------------------------------|---|---|-----|--|-----------------|---|--|--|--|--|
|   |  |                                      |  | Code                           | V | (A)   | (D) | Date Exercisable   | Expiration Date |   |  |  |  |  |
| Series A Cumulative Convertible Preferred Stock | \$0.51 (1)   | 06/23/2003                           |  | P                              |   | 620   |     | 11/11/2003 (2)   | 12/21/2009 (3)  | Common Stock  | 460,666                                    | \$380  | 620  | D  |

**Explanation of Responses:**

1. As previously disclosed in the Company's filings with the Commission, the original conversion price of the Series A Preferred Stock (\$0.55) was adjusted to \$0.51, as a result of the payment of a special dividend in respect of the Company's Common Stock.

2. Convertible into common stock at any time after the earlier to occur of (y) the consummation of the first public offering to stockholders of the Company of rights to purchase shares of Series A Cumulative Convertible Preferred Stock ("Series A Preferred Stock") and (z) March 31, 2004, and prior to (i) the date which is 10 days preceding the date fixed for the redemption of the Series A Preferred Stock if there is no default in payment of the change of control redemption price and (ii) December 21, 2009.
3. The Company will redeem 1/12th of the outstanding shares of Series A Preferred Stock on December 31, 2009 and on the last day of every calendar quarter thereafter until all outstanding shares of Series A Preferred Stock have been redeemed.
4. Grant of restricted stock pursuant to the Company's Non-employee Director Compensation Plan.

### Signatures

Stewart H. Wahrsager

\*\* Signature of Reporting Person

01/05/2006

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**