

DEZWIREK PHILLIP
Form 4/A
May 31, 2011

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 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 *
DEZWIREK PHILLIP

2. Issuer Name and Ticker or Trading Symbol
CECO ENVIRONMENTAL CORP
[CECE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

2300 YONGE STREET, SUITE 1710

(Street)

TORONTO, A6 M4P 1E4

(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)

04/05/2010

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

4. If Amendment, Date Original Filed(Month/Day/Year)
04/06/2010

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Common Stock | 04/05/2010 | | P | A | \$ 3.9 | 389,144 | D |
| Common Stock | 04/05/2010 | | P | A | \$ 3.88 | 390,344 | D |
| Common Stock | 04/05/2010 | | P | A | \$ 3.87 | 390,913 | D |
| Common Stock | 04/05/2010 | | P | A | \$ 3.89 | 392,713 | D |
| Common Stock | 04/06/2010 | | P | A | \$ 3.74 | 393,829 | D |

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| | | | | | | | | |
|--------------|------------|---|-------|---|---------|------------------------|---|---|
| Common Stock | 04/06/2010 | P | 500 | A | \$ 3.73 | 394,329 | D | |
| Common Stock | 04/06/2010 | P | 26 | A | \$ 3.77 | 394,355 | D | |
| Common Stock | 04/06/2010 | P | 716 | A | \$ 3.78 | 395,071 | D | |
| Common Stock | 04/06/2010 | P | 1,258 | A | \$ 3.79 | 396,329 ⁽¹⁾ | D | |
| Common Stock | | | | | | 940,596 ⁽¹⁾ | I | By Icarus Investment Corp. ⁽²⁾ |
| Common Stock | | | | | | 4,700 | I | By Retirement Account of spouse |

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

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.

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(9-02)

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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------|-------|
| | Director | 10% Owner | Officer | Other |
| DEZWIREK PHILLIP 2300 YONGE STREET, SUITE 1710 | X | X | Chairman | |

TORONTO, A6 M4P 1E4

Signatures

/s/ Phillip
DeZwirek

05/31/2011

__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) Represents amount of such securities owned prior to transactions being reported on a Form 5.
- (2) Filer is President of Icarus Investment Corp. and disclaims beneficial ownership of these securities except to the extent of his pecuniary interest, if any.

Remarks:

This Form 4/A amends in its entirety the original Form 4 filed to correct the amounts and prices of securities purchased.

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

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