

TRANSCAT INC  
Form 4  
August 20, 2007

**FORM 4**

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

OMB APPROVAL

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**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 \*  
KLIMASEWSKI ROBERT G

(Last) (First) (Middle)

C/O TRANSCAT, INC., 35  
VANTAGE POINT DRIVE

(Street)

ROCHESTER, NY 14624

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
TRANSCAT INC [TRNS]

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/16/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock, \$.50 par value	08/16/2007		M		4,000 A \$ 0.97	11,660 <sup>(1)</sup>	D
Common Stock, \$.50 par value	08/16/2007		M		4,000 A \$ 2.31	15,660 <sup>(1)</sup>	D
Common Stock, \$.50 par value	08/16/2007		M		2,680 A \$ 2.88	18,340 <sup>(1)</sup>	D
Common Stock, \$.50	08/16/2007		M		1,340 A \$ 4.26	19,680 <sup>(1)</sup>	D

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par value

Common Stock, \$.50 08/20/2007 M 1,320 A \$ 2.88 21,000 <sup>(1)</sup> D

Common Stock, \$.50 08/20/2007 M 1,340 A \$ 4.26 22,340 <sup>(1)</sup> D

Common Stock, \$.50 08/20/2007 M 804 A \$ 5.8 23,144 <sup>(1)</sup> D

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

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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. Amount or Number of Shares
Warrant (Right to Buy)	\$ 0.97	08/16/2007		M	4,000	08/20/2006 08/19/2007	Common Stock, par value \$.50 per share	4,000 <sup>(2)</sup>
Warrant (Right to Buy)	\$ 2.31	08/16/2007		M	4,000	08/20/2006 08/19/2008	Common Stock, par value \$.50 per share	4,000 <sup>(2)</sup>
Warrant (Right to Buy)	\$ 2.88	08/16/2007		M	2,680	<sup>(3)</sup> 08/17/2009	Common Stock, par value \$.50 per share	2,680 <sup>(3)</sup>



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- (5) This non-transferable warrant was previously reported by Mr. Klimasewski. Mr. Klimasewski can exercise this warrant pro rata with respect to one-third of the shares subject to the warrant on the first, second and third anniversaries of the 8/16/06 grant date.

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.