

WATKINS CORY M
Form 4
January 04, 2005

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 *
WATKINS CORY M

2. Issuer Name and Ticker or Trading Symbol
AUGUST TECHNOLOGY CORP
[AUGT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
4900 WEST 78TH STREET

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/30/2004

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
Chief Technology Officer

BLOOMINGTON, MN 55435

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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) | 5. Amount of Securities Beneficially Owned Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-----|-------|
| | | | | (A) or (D) | Code | V | Amount | (D) | Price |

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

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SEC 1474
(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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|--------------------------------------|------------------------------------|------------------|------------|--|------|---|-----|-----|---------------------|--------------------|-----------------|-------------------------------------|
| Stock Option (right to buy) | \$ 2.37 | | | | | | | | 12/31/2004 | 12/31/2006 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 2.37 | | | | | | | | 12/31/2004 | 12/31/2006 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 6.15 | | | | | | | | <u>(1)</u> | 01/31/2007 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 10.44 | | | | | | | | <u>(2)</u> | 05/15/2007 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 13.24 | | | | | | | | <u>(3)</u> | 07/12/2008 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 9.19 | | | | | | | | <u>(4)</u> | 10/05/2008 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 4.75 | | | | | | | | <u>(5)</u> | 10/25/2009 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 4.3 | | | | | | | | 12/19/2004 | 12/19/2009 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 18.45 | | | | | | | | 02/06/2004 | 02/06/2014 | Common Stock | 0 |
| Stock Option | \$ 18.49 | | | | | | | | <u>(3)</u> | 02/13/2014 | Common Stock | 0 |

| | | | | | | | | | |
|-----------------------------|----------|------------|---|--------|-----|-----------------------|--------------|--|--------|
| (right to buy) | | | | | | | | | |
| Stock Option (right to buy) | \$ 18.49 | | | | (3) | 02/13/2014 | Common Stock | | 0 |
| Stock Option (right to buy) | \$ 10.36 | | | | (6) | 07/30/2014 | Common Stock | | 0 |
| Stock Option (right to buy) | \$ 7.62 | | | | | 02/19/2005 10/22/2014 | Common Stock | | 0 |
| Stock Option (right to buy) | \$ 10.38 | 12/30/2004 | A | 15,000 | (7) | 12/30/2014 | Common Stock | | 15,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| WATKINS CORY M 4900 WEST 78TH STREET BLOOMINGTON, MN 55435 | | | Chief Technology Officer | |

Signatures

Robert K. Ranum as Agent for Cory M. Watkins pursuant to Power of Attorney previously filed 01/04/2005

__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) Exercisable: 1,500 shares on January 31, 2004 and January 31, 2005.
- (2) Exercisable: 500 shares on May 15, 2004 and May 15, 2005.
- (3) Vesting accelerated; fully exercisable on December 21, 2004.
- (4) Exercisable in three annual increments of 1,300 shares each beginning on October 5, 2004.
- (5) Exercisable in three annual increments of 2,000 shares each beginning October 25, 2004.
- (6) Exercisable in five annual increments of 2,000 shares beginning July 30, 2004.
- (7) Exercisable: 5,100 shares on December 30, 2004 and 4,950 shares on December 30, 2005 and December 30, 2006.

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.