Edgar Filing: PECO II INC - Form 4

PECO II INC Form 4											
March 23, 20	ГЛ							r	PPROVAL		
	UNITEDSI	ATES SECUR Was	hington,			NGE (COMMISSION	OMB Number:	3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations Filed pursuant to Section Section 17(a) of the Public			SECUR (a) of the	ITIES e Securit	ies E	xchang	ge Act of 1934,	Expires: Estimated burden hou response	ours per		
may cont <i>See</i> Instru 1(b).	inue.	30(h) of the Inv									
(Print or Type F	Responses)										
1. Name and A SMITH MA	Name and Ticker or Trading [INC [(PIII)]				5. Relationship of Reporting Person(s) to Issuer						
(Last)	(First) (Mide		Earliest Tra				(Cheo	ck all applicabl	e)		
(Mon 1376 STATE ROUTE 598 03/2			ay/Year) 005				_X_Director _X_10% Owner Officer (give titleOther (specify below)Other (specify				
GALION, C	(Street)		ndment, Dat h/Day/Year)	-	l		6. Individual or Jo Applicable Line) _X_ Form filed by M Form filed by M	-	erson		
(City)	(State) (Zij	o) Tabla	I Non D	a vi nativa (Soor	tion A or	Person	f or Donoficio	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date 2 (Month/Day/Year) E a	1 abit	3. Transactio Code (Instr. 8)	4. Securi	ties Ad isposed	cquired 1 of	puired, Disposed o 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common Stock	03/21/2005		S <u>(1)</u>	2,000	D	\$ 1.1	1,428,950	D			
Common Stock	03/21/2005		S <u>(1)</u>	3,000	D	\$ 1.11	1,425,950	D			
Common Stock	03/21/2005		S <u>(1)</u>	2,000	D	\$ 1.12	1,423,950	D			
Common Stock							1,000,000	I	By: Ashwood I LLC		
Common Stock							500,000	I	By: Ashwood		

			II LLC					
Common Stock	38,000	Ι	By: Son-2					
Common Stock	38,000	Ι	By: Son-1					
Common Stock	38,000	Ι	By: Daughter					
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.SEC 1474 (9-02)								
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of2.3. Transaction Date3A. Deemed	4. 5. 6. Date Exercisable	e and 7. Titl	e and 8. Price of					

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. Transactio Code (Instr. 8)	of Derivative Securities Acquired		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo
					(A) or Disposed						Repo Trans
					of (D)						(Instr
					(Instr. 3, 4, and 5)						
					4, and 5)						
						Date Exercisable	Expiration Date	Title	Amount or Number of		

Code V (A) (D)

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
SMITH MATTHEW P 1376 STATE ROUTE 598 GALION, OH 44833	Х	Х					
Signatures							
Lisa A Green For Matthew P Smith		03/23/2005					
** Signature of Reporting Person		Date					

Shares

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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 3, 2004.

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.