SASSANO CARL E

Form 4

November 16, 2009

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

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Form 5 obligations may continue.

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

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SASSANO CARL E

(First)

(Street)

(State)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Last)

(Middle)

TRANSCAT INC [TRNS]

(Check all applicable)

C/O TRANSCAT, INC., 35 **VANTAGE POINT DRIVE** 3. Date of Earliest Transaction (Month/Day/Year)

11/12/2009

_X__ Director X_ Officer (give title below)

10% Owner Other (specify

(Zip)

4. If Amendment, Date Original

Chairman of the Board 6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X 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

ROCHESTER, NY 14624

(City)

7 N . C
7. Nature of
Indirect Beneficial
Ownership
(Instr. 4)

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

8. Pri Deriv Secur (Instr

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)	5. DiNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and	Securities	8 I S (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 4.26					08/16/2008	08/16/2015	Common Stock, \$.50 par value	10,895 (1)	
Stock Option (Right to Buy)	\$ 5.68					08/08/2009	08/08/2016	Common Stock, \$.50 par value	8,803 (1)	
Stock Option (Right to Buy)	\$ 7.72					(2)	07/31/2017	Common Stock, \$.50 par value	60,160 (2)	

Reporting Owners

Reporting Owner Name / Address	Relationships						
Troporting of more remained and areas	Director	10% Owner	Officer	Other			
SASSANO CARL E							
C/O TRANSCAT, INC. 35 VANTAGE POINT DRIVE	X		Chairman of the Board				

Signatures

ROCHESTER, NY 14624

/s/ John J. Zimmer, Attorney-in-fact for Carl E. Sassano

**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) This option was previously reported by Mr. Sassano.

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(2) This option was previously reported by Mr. Sassano. Mr. Sassano can exercise this option as follows: 12,032 shares on 7/30/09, 12,032 shares on 7/30/10 and 36,096 shares on 7/30/11.

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.