TRANSCAT INC Form 4 August 26, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

5. Relationship of Reporting Person(s) to

Issuer

3235-0287

0.5

January 31, Expires: 2005

OMB APPROVAL

burden hours per response...

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations

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

2. Issuer Name and Ticker or Trading

TRANSCAT INC [TRNS]

Symbol

1(b).

(Print or Type Responses)

HADEED CHARLES P

1. Name and Address of Reporting Person *

may continue.

			TRANSCAT INC [TRNS]			(Check all applicable)				
	(First) (SCAT, INC., 35 POINT DRIVE	Middle)	3. Date of (Month/D 08/24/20	-	ansaction			_X_ Director _X_ Officer (give below)	10%	Owner er (specify
			mendment, Date Original Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person			
ROCHESTI						Form filed by More than One Reporting Person				
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Executio any		3. Transaction Code (Instr. 8)	(Instr. 3,	ispose 4 and (A) or	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
Stock, \$.50 par value	08/24/2016			S	1,000	D	\$ 10.6	87,809	D	
Common Stock, \$.50 par value	08/25/2016			S	2,800	D	\$ 11	85,009	D	
Common Stock, \$.50 par value	08/25/2016			S	100	D	\$ 10.9	84,909	D	
Common Stock, \$.50	08/25/2016			S	1,000	D	\$ 10.81	83,909	D	

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par value

Common

Stock, \$.50 08/25/2016 S 200 D \$10.8 83,709 D

par value

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 (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. Transactic Code (Instr. 8)	orDerivative 1		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 5.24	08/24/2016		D <u>(1)</u>		20,000 (1)	04/10/2010	04/10/2017	Common Stock, \$.50 par value	20,000 (1)
Stock Option (Right to Buy)	\$ 7.72 <u>(2)</u>						07/30/2011	07/30/2017	Common Stock, \$.50 par value	48,128 (2)

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

HADEED CHARLES P
C/O TRANSCAT, INC.
35 VANTAGE POINT DRIVE
X
Chairman of the Board

ROCHESTER, NY 14624

Signatures

/s/ Michael J. Tschiderer, Attorney-in-fact for Charles P.
Hadeed

08/26/2016

**Signature of Reporting Person Date

Reporting Owners 2

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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).
 - This option was redeemed by the Company under the terms of the Transcat, Inc. 2003 Incentive Plan, as Amended and Restated, in a
- (1) transaction exempt under Rule 16b-3(e). The redemption price was calculated based on the fair market value of the Company's common stock (\$10.88) less the exercise price (\$5.24).
- (2) This option was previously reported by Mr. Hadeed.

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.