

Dauber Charles M
Form 4
February 28, 2013

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 *
Dauber Charles M

2. Issuer Name and Ticker or Trading Symbol
American Electric Technologies Inc [AETI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
6410 LONG DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/25/2013

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

HOUSTON, TX 77087

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 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	02/25/2013		A		37,834	A	\$ 4.95
Common Stock	02/25/2013		F		10,009	D	\$ 4.95

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

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SEC 1474 (9-02)

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Share
Restricted Stock Units Dated February 25, 2013	(2)	02/25/2013		A	80,000	(2) (2)	Common Stock 80,000
Restricted Stock Units Dated February 27, 2012	(1)	02/25/2013		M	14,496	(1) (1)	Common Stock 14,496
Restricted Stock Units Dated February 27, 2009	(4)	02/25/2013		M	2,586	(4) (4)	Common Stock 2,586
Restricted Stock Units Dated February 26, 2010	(5)	02/25/2013		M	10,052	(5) (5)	Common Stock 10,052
Restricted Stock Units Dated February 25, 2011	(6)	02/25/2013		M	10,700	(6) (6)	Common Stock 10,700

Reporting Owners

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

Dauber Charles M
6410 LONG DRIVE
HOUSTON, TX 77087

X

President and CEO

Signatures

/s/ Rachel F. Acree, as attorney-in-fact for Charles M.
Dauber

02/28/2013

__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) 14,496 RSUs converted to common stock, 22,016 RSU's were terminated and 43,488 RSUs will convert to common stock on a one-to-one basis in annual installments of 14,496 shares in 2014, 2015, and 2016 subject to a continuing employment requirement.
- (2) Represents an incentive compensation award. Vesting of the award is subject to attainment of 2013 performance criteria. Vested restricted stock units convert into common stock on a one-to one basis upon vesting.
- (3) Represents common stock issued on conversion of Restricted Stock Units (RSUs).
- (4) 2,586 RSUs converted to common stock on a one-to one basis.
- (5) 10,052 RSUs converted to common stock and 10,052 will convert to common stock on a one-to-one basis in annual installment of 10,052 shares in 2014 subject to continuing employment requirement.
- (6) 10,700 RSUs converted to common stock and 21,400 will convert to common stock on a one-to-one basis in annual installments of 10,700 shares in 2014, 2015 subject to continuing employment requirement.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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