AUDIOVOX CORP

Form 4

October 17, 2006

FORM 4

Check this box

if no longer

Section 16.

Form 4 or

obligations

may continue.

Form 5

subject to

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading STOEHR CHARLES M Issuer Symbol AUDIOVOX CORP [VOXX] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) _X_ Director 10% Owner Other (specify _X__ Officer (give title 180 MARCUS BLVD, PO BOX 10/16/2006 below) 12427 CFO and Senior Vice President (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting HAUPPAUGE, NY 11788-0518 Person

(City)	(State)	(Zip) Table	e I - Non-D	erivative	Secur	ities Acqu	uired, Disposed o	f, or Beneficial	ly 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)	on(A) or D	Securities Acquired (a) or Disposed of (D) (b) nstr. 3, 4 and 5) (A) (B) or (B) mount (D) Price		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 Indirect Beneficial Ownership (Instr. 4)
Class A Common Shares	10/16/2006		X	1,200	A	\$ 5.5	15,200	D	
Class A Common Shares	10/16/2006		S(1)	1,200	D	\$ 12.5	14,000	D	
Class A Common Shares	10/16/2006		X	300	A	\$ 5.5	14,300	D	
Class A Common	10/16/2006		S <u>(1)</u>	300	D	\$ 12.51	14,000	D	

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Shares							
Class A Common Shares	10/16/2006	X	500	A	\$ 5.5	14,500	D
Class A Common Shares	10/16/2006	S(1)	500	D	\$ 12.52	14,000	D
Class A Common Shares	10/16/2006	X	1,500	A	\$ 5.5	15,500	D
Class A Common Shares	10/16/2006	S(1)	1,500	D	\$ 12.53	14,000	D
Class A Common Shares	10/16/2006	X	400	A	\$ 5.5	14,400	D
Class A Common Shares	10/16/2006	S <u>(1)</u>	400	D	\$ 12.54	14,000	D
Class A Common Shares	10/16/2006	X	894	A	\$ 5.5	14,894	D
Class A Common Shares	10/16/2006	S <u>(1)</u>	894	D	\$ 12.55	14,000	D
Class A Common Shares	10/16/2006	X	400	A	\$ 5.5	14,400	D
Class A Common Shares	10/16/2006	S <u>(1)</u>	400	D	\$ 12.56	14,000	D
Class A Common Shares	10/16/2006	X	500	A	\$ 5.5	14,500	D
Class A Common Shares	10/16/2006	S <u>(1)</u>	500	D	\$ 12.57	14,000	D
Class A Common Shares	10/16/2006	X	200	A	\$ 5.5	14,200	D
Class A Common Shares	10/16/2006	S(1)	200	D	\$ 12.58	14,000	D

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Class A Common Shares	10/16/2006	X	300	A	\$ 5.5	14,300	D
Class A Common Shares	10/16/2006	S <u>(1)</u>	300	D	\$ 12.59	14,000	D
Class A Common Shares	10/16/2006	X	200	A	\$ 5.5	14,200	D
Class A Common Shares	10/16/2006	S <u>(1)</u>	200	D	\$ 12.6	14,000	D
Class A Common Shares	10/16/2006	X	1,661	A	\$ 5.5	15,661	D
Class A Common Shares	10/16/2006	S(1)	1,661	D	\$ 12.61	14,000	D
Class A Common Shares	10/16/2006	X	95	A	\$ 5.5	14,095	D
Class A Common Shares	10/16/2006	S(1)	95	D	\$ 12.62	14,000	D
Class A Common Shares	10/16/2006	X	800	A	\$ 5.5	14,800	D
Class A Common Shares	10/16/2006	S(1)	800	D	\$ 12.63	14,000	D
Class A Common Shares	10/16/2006	X	400	A	\$ 5.5	14,400	D
Class A Common Shares	10/16/2006	S(1)	400	D	\$ 12.64	14,000	D

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)

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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)	5. Number of actionDerivative Securities 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		rative Expiration Date (Month/Day/Year) iried (A) sposed of . 3, 4,		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
Option (Right to Buy)	\$ 5.5	10/16/2006(2)		X		22,000	01/03/1997	01/03/2007	Class A Common Stock	22,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
STOEHR CHARLES M 180 MARCUS BLVD PO BOX 12427 HAUPPAUGE, NY 11788-0518	X		CFO and Senior Vice President					

Signatures

Charles M.
Stoehr

**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) All shares shold pursuant to a 10b-5 trading plan.
- (2) Option to purchase Class A Common Shares at an exercise price of \$5.50 per share.

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.

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