#### Edgar Filing: FREQUENCY ELECTRONICS INC - Form 4

#### FREQUENCY ELECTRONICS INC

Form 4 April 29, 2015

# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**OMB APPROVAL OMB** 

Washington, D.C. 20549 Check this box

3235-0287 Number:

if no longer subject to Section 16. Form 4 or Form 5

obligations

January 31, Expires: 2005 Estimated average

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

burden hours per response... 0.5

may continue. See Instruction 30(h) of the Investment Company Act of 1940

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person ** FRANKLIN JOSEPH P	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship o Issuer
	ERECLIENCY ELECTRONICS INC	

of Reporting Person(s) to

FREQUENCY ELECTRONICS INC

(Check all applicable)

[FEIM]

3. Date of Earliest Transaction

\_X\_\_ Director 10% Owner X\_ Officer (give title Other (specify

(Month/Day/Year) 04/28/2015

below) Chairman, Board of Directors

C/O FREQUENCY ELECTRONICS INC, 55 CHARLES LINDBERGH

(Street)

(State)

(First)

(Middle)

(Zip)

**BLVD** 

4. If Amendment, Date Original

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

MITCHEL FIELD, NY 11553

(City)	(State) (.	Table Table	e I - Non-D	erivative S	ecurit	ies Acq	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. Transactio Code (Instr. 8)	4. Securition(A) or Dis (Instr. 3, 4)	sposed	of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	04/28/2015		M	6,000	A		13,855	D	
Common Stock	04/28/2015		F	1,500	D	\$ 13.2	12,355	D	
Common Stock	04/28/2015		M	10,000	A	\$ 4.6	22,355	D	
Common Stock	04/28/2015		F	3,485	D	\$ 13.2	18,870	D	

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

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(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)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year) A) d of		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Stock Appreciation Rights (1)	\$ 3.3	04/28/2015		M	6,000	03/11/2010	03/10/2019	Common Stock	6,0 (1
Stock Appreciation Rights (1)	\$ 4.6	04/28/2015		M	10,000	10/27/2010	10/26/2019	Common Stock	10,0

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
FRANKLIN JOSEPH P						
C/O FREQUENCY ELECTRONICS INC 55 CHARLES LINDBERGH BLVD	X		Chairman, Board of Directors			
MITCHEL FIELD NY 11553						

# **Signatures**

/s/Alan Miller by power of 04/29/2015 attorney

\*\*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).
- The Reporting Person exercised Stock Appreciation Rights based on an aggregate of 16,000 shares of Frequency Electronics common (1) stock, receiving an aggregate of 11,015 shares which is equivalent to the combined appreciated value of the common stock since each

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

Reporting Owners 2

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