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ESPEY MFG & ELECTRONICS CORP

Form 4

August 24, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

Issuer

Estimated average

burden hours per

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

obligations

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

2. Issuer Name and Ticker or Trading

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

Symbol

1(b).

(Print or Type Responses)

PINSLEY BARRY

1. Name and Address of Reporting Person *

		ESPEY MFG & ELECTRONICS CORP [ESP] (Check all applicable)			·)					
(Month/D		/Day/Year)				X Director 10% Owner Officer (give title below) Other (specify below)				
(Street)			-				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
NAPLES, FL 34108								Person		
(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
	Execution any	on Date, if	Code (Instr. 8)	on(A) or D: (Instr. 3,	ispose 4 and (A) or	d of (D) 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)		
08/22/2005			S	2,000	D	\$ 34	0	D		
08/22/2005			S	1,000	D	\$ 34.1	0	D		
08/22/2005			S	1,000	D	\$ 34.25	29,830	D		
	CAN BAY BLV (Street) FL 34108 (State) 2. Transaction Da (Month/Day/Year) 08/22/2005	CAN BAY BLVD. (Street) EL 34108 (State) (Zip) 2. Transaction Date (Month/Day/Year) Execution any (Month/Day/Year) 08/22/2005	ESPEY CORP [(First) (Middle) 3. Date of (Month/D 08/23/20 (Street) 4. If Ame Filed(Mon EL 34108 (State) (Zip) Table 2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) 08/22/2005	ESPEY MFG & ICORP [ESP] (First) (Middle) 3. Date of Earliest Transcation (Month/Day/Year) 08/23/2005 (Street) 4. If Amendment, Day Filed(Month/Day/Year) EL 34108 (State) (Zip) Table I - Non-D 2. Transaction Date 2A. Deemed 3. (Month/Day/Year) Execution Date, if any Code (Month/Day/Year) (Instr. 8) Code V 08/22/2005 S	ESPEY MFG & ELECTF CORP [ESP] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Month/Day/Year) 08/23/2005 (Street) 4. If Amendment, Date Origina Filed(Month/Day/Year) EL 34108 (State) (Zip) Table I - Non-Derivative 2. Transaction Date 2A. Deemed 3. 4. Securi (Month/Day/Year) Execution Date, if Transaction(A) or D any Code (Instr. 3, (Month/Day/Year) (Instr. 8) Code V Amount 08/22/2005 S 2,000	ESPEY MFG & ELECTRONIC CORP [ESP] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Month/Day/Year) 08/23/2005 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) FL 34108 (State) (Zip) Table I - Non-Derivative Secure 2. Transaction Date (Month/Day/Year) Execution Date, if Transaction(A) or Dispose any Code (Instr. 3, 4 and (Month/Day/Year)) (Month/Day/Year) (Instr. 8) (A) or Code V Amount (D) 08/22/2005 S 2,000 D	ESPEY MFG & ELECTRONICS CORP [ESP] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Street) 08/23/2005 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) FL 34108 (State) (Zip) Table I - Non-Derivative Securities Acquired (Month/Day/Year) 3. 4. Securities Acquired (Month/Day/Year) Execution Date, if any Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) Code V Amount (D) Price 08/22/2005 S 1,000 D \$ 34.1	ESPEY MFG & ELECTRONICS CORP [ESP] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 08/23/2005 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 4. Securities Acquired (Month/Day/Year) 5. Amount of Code (Instr. 3, 4 and 5) 6. Securities Acquired (Month/Day/Year) 6. Individual or James of Code (Instr. 3, 4 and 5) 6. Securities Acquired (Month/Day/Year) 6. Individual or James of Code (Instr. 3, 4 and 5) 6. Individual or James of Cod	ESPEY MFG & ELECTRONICS CORP [ESP] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 08/23/2005 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) Applicable Line) X. Form filed by More than One Reperson (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial 2. Transaction Date (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) any (Month/Day/Year) (Instr. 8) (Month/Day/Year) (Instr. 8) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Securities Porm: Direct Pollowing (Instr. 4) (Month/Day/Year) (Instr. 8) (A) Or Owned Indirect (I) Following (Instr. 4) Reported Transaction(S) (Instr. 3 and 4) (Month/Day/Year) (Salar) (Instr. 4) (A) Or Code V Amount (D) Price (Month/Day/Year) (Instr. 3 and 4)	

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Common			
Stock -	2,582	T	ESOP
\$.33 1/3	2,362	1	Trust
par value			
Common			
Stock -	2,000	T	Dy Wife
Stock - \$.33 1/3	2,000	I	By Wife

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

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(9-02)

8. Pri Deriv Secur (Instr

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. onNumber 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 Shares
Stock Option	\$ 0					03/01/2003	03/01/2011	Common Stock	500
Stock Option	\$ 0					03/01/2004	03/01/2012	Common Stock	500
Stock Option	\$ 0					03/04/2005	03/04/2013	Common Stock	500
Stock Option	\$ 0					08/20/2006	08/20/2014	Common Stock	500

Reporting Owners

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

X

Reporting Owners 2

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PINSLEY BARRY 6101 PELICAN BAY BLVD. NAPLES, FL 34108

Signatures

/s/ Barry Pinsley 08/23/2005

**Signature of Person Date

Reporting Person

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).

Remarks:

Mr. Pinsley disclaims beneficial ownership of the share held by his spouse.

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.

Signatures 3