

WARD BRIAN F
Form 4
January 09, 2009

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
WARD BRIAN F

2. Issuer Name **and** Ticker or Trading
Symbol
SPECTRUM CONTROL INC
[SPEC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
8031 AVONIA ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/07/2009

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
Vice President

FAIRVIEW, PA 16415

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options	\$ 5.05								<u>(1)</u>	01/31/2008	Common Stock	12,000
Options	\$ 8.68								<u>(2)</u>	01/19/2009	Common Stock	13,500
Options	\$ 7.6								<u>(3)</u>	01/19/2010	Common Stock	15,000
Non-qualified Stock Options	\$ 6.31								<u>(4)</u>	11/01/2010	Common Stock	30,000
Incentive Stock Options	\$ 15								<u>(5)</u>	12/03/2012	Common Stock	15,000
Options	\$ 5.75	01/07/2009			A		21,000		<u>(6)</u>	01/07/2014	Common Stock	21,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WARD BRIAN F 8031 AVONIA ROAD FAIRVIEW, PA 16415			Vice President	

Signatures

John P. Leemhuis, Jr. Attorney in fact for Brian F. Ward
01/09/2009

____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 of the options are currently exercisable

(2) 2/3rds of the options are currently exercisable and the remaining 1/3rd are exercisable 1/19/2008.

(3) 1/3rd of the options are currently exercisable, 1/3rd are exercisable 1/19/2008, and the remaining 1/3rd are exercisable 1/19/2009.

(4) 1/3rd of the options are currently exercisable, 1/3rd are exercisable 11/1/2008, and the remaining 1/3rd are exercisable 11/1/2009.

(5) 1/3rd of the options are exercisable 12/3/2009, 1/3rd are exercisable 12/3/2010, and the remaining 1/3rd are exercisable 12/3/2011.

(6) 1/3rd of the options are exercisable 1/7/2011, 1/3rd are exercisable 1/7/2012, and the remaining 1/3rd are exercisable 1/7/2013.

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(7) All are granted under the Spectrum Control, Inc. Employee Stock Option Plan which is a Rule 16b-3 plan

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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