#### NEEDHAM MAURICE E

Form 4 June 08, 2006

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB** Number:

3235-0287

0.5

January 31, Expires: 2005

**OMB APPROVAL** 

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response...

if no longer subject to Section 16. Form 4 or

Check this box

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

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(Print or Type Responses)

1. Name and Address of Reporting Person \* NEEDHAM MAURICE E

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

**GREENMAN TECHNOLOGIES** 

(Check all applicable)

INC [GRN]

(Last) (First) (Middle) 3. Date of Earliest Transaction

\_X\_\_ Director X\_ Officer (give title

X 10% Owner Other (specify

(Month/Day/Year) 06/05/2006

below)

Chairman

C/O GREENMAN TECHNOLOGIES INC, 7

KIMBALL LANE

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

LYNNFIELD, MA 01940

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

3. 4. Securities Acquired Transaction(A) or Disposed of (D) (Instr. 3, 4 and 5) Code

Amount

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(Instr. 8)

Code V

Following Reported Transaction(s)

(A) (Instr. 3 and 4) (D) Price

Common Stock

06/05/2006 06/07/2006

12,744 Α

1,328,339

D

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

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

### Edgar Filing: NEEDHAM MAURICE E - Form 4

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title and A	Amount of	8. Pric
Derivative Security	Conversion or Exercise	(Month/Day/Year)	Execution Date, if	TransactionNumber Code of		Expiration Date (Month/Day/Year)		Underlying Securities (Instr. 3 and 4)		Deriva Securi
(Instr. 3)	Price of		any (Month/Day/Year)	(Instr. 8)		` •	/ 1 cai )	(msu. 3 and	+)	(Instr.
(,	Derivative		(	(,	Securities					
	Security				Acquired					
					(A) or Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
				Code V	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Common										
Stock Purchase	(1)					<u>(1)</u>	<u>(1)</u>	Common Stock	1,074,365	
Options										

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
. 9	Director	10% Owner	Officer	Other		
NEEDHAM MAURICE E C/O GREENMAN TECHNOLOGIES INC 7 KIMBALL LANE LYNNFIELD, MA 01940	X	X	Chairman			

# **Signatures**

/s/ Charles E Coppa, attorney
in fact

\*\*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).
- Options are exercisable at prices ranging from \$.45 to \$1.86. 904,462 options have a term of 10 years from date of grant and vest equally (1) over a 5 year period from date of grant. 169,903 options have a 3 year term from date of grant and are exercisable 9 months after date of grant.

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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