PARK ELECTROCHEMICAL CORP

Form 4 July 05, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

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

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * AIN MARK S

2. Issuer Name and Ticker or Trading

Symbol

PARK ELECTROCHEMICAL CORP [PKE]

(Check all applicable)

5. Relationship of Reporting Person(s) to

(First) (Last)

3. Date of Earliest Transaction (Middle)

(Month/Day/Year) 07/01/2005

_X__ Director Officer (give title below)

Issuer

10% Owner Other (specify

KRONOS INC, 400 FITFTH AVENUE

(Street)

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

WALTHAM, MA 02154

(City)	(State)	(Zip) Tabl	e I - Non-I	Derivative :	Securi	ities Acqu	ired, Disposed of	, 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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)	(Instr. 1)	
Common Stock	07/01/2005		M	12,300	A	\$ 12.58	12,300	D	
Common Stock	07/01/2005		M	3,000	A	\$ 23.96	15,300	D	
Common Stock	07/01/2005		M	3,000	A	\$ 15.92	18,300	D	
Common Stock	07/01/2005		M	2,250	A	\$ 23.6	20,550	D	
Common Stock	07/01/2005		M	750	A	\$ 19.95	21,300	D	

Edgar Filing: PARK ELECTROCHEMICAL CORP - Form 4

Common Stock	07/01/2005	S	13,000	D	\$ 25.4	8,300	D
Common Stock	07/05/2005	S	8,300	D	\$ 25.47	0	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)

$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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)	ransactiorDerivative ode Securities		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
Right to buy option (1)	\$ 12.58	07/01/2005		M	1	12,300	07/15/1999	07/15/2008	Common Stock	12,300
Right to buy option (2)	\$ 23.96	07/01/2005		M		3,000	10/06/2000	10/06/2009	Common Stock	3,000
Right to buy option (2)	\$ 15.92	07/01/2005		M		3,000	05/22/2001	05/22/2010	Common Stock	3,000
Right to buy option (2)	\$ 23.6	07/01/2005		M		2,250	07/19/2002	07/19/2011	Common Stock	2,250
Right to buy option (2)	\$ 29.05						03/20/2003	03/20/2012	Common Stock	3,000
Right to buy option (2)	\$ 19.95	07/01/2005		M		750	07/24/2004	07/24/2013	Common Stock	750
Right to buy option (2)	\$ 23						07/08/2005	07/08/2014	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

AIN MARK S

KRONOS INC

400 FITFTH AVENUE

Signatures

WALTHAM, MA 02154

Stephen E. Gilhuley by power of attorney 07/05/2005

**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) Option is exercisable as to 1,050 shares on July 15, 1999 and as to 3,750 shares on each July 15 thereafter.
- (2) Option is exercisable as to 25% of the shares listed on the date indicated and as to an additional 25% of such shares on each succeeding anniversary of such date.

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.

Reporting Owners 3