Edgar Filing: SHANNON MICHAEL L - Form 4

SHANNON I	MICHAEL L											
Form 4												
February 08,	2007											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION										PPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									OMB Number:	3235-0287		
Check this							Expires:	January 31,				
if no long subject to	STAT	EMENT O	F CHAN	GES IN	BENEFI	CIA	LOW	NERSHIP OF	Estimated	2005		
	Section 16. SECURITIES							burden hou	-			
Form 4 or									response	•		
Form 5 obligation		-						ge Act of 1934,				
may conti				•	•	· ·		of 1935 or Section	on			
<i>See</i> Instru 1(b).		30(h)	of the In	vestment	Company	y Act	: of 19	40				
1(0).												
(Print or Type R	esponses)											
1. Name and Address of Reporting Person 2. Issuer Name					Ticker or 7	Гradin	g	5. Relationship of Reporting Person(s) to				
SHANNON	MICHAEL L	•	Symbol					Issuer				
			KEY TI	ECHNOL	OGY IN	C [K'	TEC]	(Check all applicable)				
(Last) (First) (Middle) 3. Dat				. Date of Earliest Transaction				(chie	en un appreact	- /		
			(Month/D	/Ionth/Day/Year)				_X_ Director		% Owner		
C/O KEY TECHNOLOGY, 02/07/20				/2007				Officer (give title Other (specify below) below)				
INC., 150 A	VERY STRE	ET						001010)	0010 (())			
Filed(Mont				. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
				th/Day/Year)			Applicable Line)				
								X Form filed by	One Reporting Po More than One Ro			
WALLA WA	ALLA, WA 9	9362						Person	whole than one to	eporting		
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned		
1.Title of	2. Transaction	Date 2A. Dec	emed	3. 4. Securities				5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Y	ear) Executi	on Date, if					Securities	Form: Direct	Indirect		
(Instr. 3) any (Month/I			$\begin{array}{ccc} Code & Disposed of (D) \\ (D, (D, C)) & (D, (D, C)) \\ (D, (D, C)) & (D, (D, C)$					Beneficially	(D) or	Beneficial		
			(Day/Year) (Instr. 8) (Instr. 3, 4 and 5)			Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)				
								Reported	(11041 1)	(115411-1)		
						(A) or		Transaction(s)				
				Code V	Amount		Price	(Instr. 3 and 4)				
Common	02/07/2007			А	2,456	Α	\$0	175,581	D			
Stock	02/0//2007				(1)		ΨŪ	1.0,001	-			

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.

 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. Transacti Code (Instr. 8)	5. oriNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
					Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address		Relationships							
		Director	10% Owner	Officer	Other				
SHANNON MICHAEL L C/O KEY TECHNOLOGY, 150 AVERY STREET WALLA WALLA, WA 993		Х							
Signatures									
Michael L. Shannon	02/07/	2007							
<u>**</u> Signature of	Date	e							

<u>**</u>Signature of 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).
- (1) Represents restricted stock award, the restrictions on which shall lapse on February 7, 2008 subject to continued service.

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.