Edgar Filing: MURPHY MARK PHILLIP - Form 4

MURPHY I Form 4	MARK PHILLIP	,									
November (04, 2009										
								OMB A	OMB APPROVAL		
	STATES	S SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						OMB Number:	3235-0287		
Check th if no lon subject to Section Form 4 Form 5 obligation may corn <i>See</i> Insta 1(b).	nger to 16. or Filed pu ons Section 17	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									
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> MURPHY MARK PHILLIP			2. Issuer Name and Ticker or Trading Symbol PRO DEX INC [PDEX]				0	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date o	of Earliest T	ransaction			(Check an applicable)			
21295 CLEAR HAVEN DR			(Month/Day/Year) 11/03/2009					X Director X Officer (give below)	_XOfficer (give title Other (specify		
(Street) YORBA LINDA, CA 92886			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)	Tab	le I - Non-l	Derivative	Secur	ities Acqu	ired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution any	n Date, if	Code (Instr. 8)	4. Securit ord Dispos (Instr. 3, 4 Amount	ed of ((D)	 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)	
Pro-Dex Common Stock	11/03/2009			P		A	\$ 0.62	592,185	D		
Pro-Dex Common Stock	11/04/2009			Р	5,000	А	\$ 0.6891	597,185	D		

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

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 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)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships						
I O O O O O O O O O O O O O O O O O O O	Director	10% Owner	Officer	Other				
MURPHY MARK PHILLIP								
21295 CLEAR HAVEN DR	Х		CEO					
YORBA LINDA, CA 92886								
Signatures								
Jeff Ritchey 1	1/04/2009							
**Signature of	Date							

<u>**</u>Signature of Reporting Person

ng 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).

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.