PRO DEX INC Form 4 January 15, 2016

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

(Print or Type Responses)

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

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1. Name and Address of Reporting Person ** CABILLOT RAYMOND E			2. Issuer Name and Ticker or Trading Symbol PRO DEX INC [PDEX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(check an approact)
3033 EXCEL 320,	SIOR BLVI	D., STE,	(Month/Day/Year) 01/15/2016	_X Director 10% Owner Other (specify below)
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check
MINNEAPOLIS, MN 55416			Filed(Month/Day/Year)	Applicable Line) Form filed by One Reporting Person _X_ Form filed by More than One Reporting Person

(City)	(State)	Tab	le I - Non-I	Perivative Securities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Vear)	Execution Date if	Transaction	or(A) or Disposed of (D)	Securities	Form: Direct	Indirect

(Instr. 3)	(Month/Day/Year)	any Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) (A) or Code V Amount (D) Price		` ′	Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
Common Stock	01/15/2016		L(1)	250	A	\$ 2.23	530,810	I	By Farnam Street Partners, L.P
Common Stock	01/15/2016		P(1)	14,913	A	\$ 2.25	545,723	I	By Farnam Street Partners, L.P

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

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	tionNumber	Expiration D	ate	Amou	ınt of	Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)) Derivative	e		Secur	ities	(Instr. 5)	
	Derivative				Securities			(Instr.	3 and 4)		
	Security				Acquired						
					(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	m: 1	or		
						Exercisable	Date	Title	Number		
				G 1 1	7 (A) (B)				of		
				Code V	V(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address		Relationsh	Relationships		
	Director	10% Owner	Officer	Other	
CABILLOT RAYMOND E 3033 EXCELSIOR BLVD., STE, 320 MINNEAPOLIS, MN 55416	X				
FARNAM STREET PARTNERS LP /MN 3033 EXCELSIOR BOULEVARD MINNEAPOLIS MINNEAPOLIS, MN 55416		X			

Signatures

/s/ Alisha Charlton as attorney-in-fact for Raymond E. Cabillot	01/15/2016
**Signature of Reporting Person	Date
/s/ Alisha Charlton as attorney-in-fact for Farnam Street Partners, L.P.	01/15/2016
**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) The purchases reported on this Form 4 were made pursuant to a 10b5-1 stock purchase plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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a currently valid OMB number.	