

AUDIOVOX CORP

Form 4

October 17, 2006

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

OMB APPROVAL

OMB
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2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
STOEHR CHARLES M

(Last) (First) (Middle)

180 MARCUS BLVD, PO BOX
12427

(Street)

HAUPPAUGE, NY 11788-0518

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
AUDIOVOX CORP [VOXX]

3. Date of Earliest Transaction
(Month/Day/Year)

10/16/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

CFO and Senior Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common Shares	10/16/2006		X		1,200	A	\$ 5.5 15,200
Class A Common Shares	10/16/2006		S ⁽¹⁾		1,200	D	\$ 12.5 14,000
Class A Common Shares	10/16/2006		X		300	A	\$ 5.5 14,300
Class A Common	10/16/2006		S ⁽¹⁾		300	D	\$ 12.51 14,000

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Shares

Class A Common Shares	10/16/2006	X	500	A	\$ 5.5	14,500	D
Class A Common Shares	10/16/2006	<u>S</u> ⁽¹⁾	500	D	\$ 12.52	14,000	D
Class A Common Shares	10/16/2006	X	1,500	A	\$ 5.5	15,500	D
Class A Common Shares	10/16/2006	<u>S</u> ⁽¹⁾	1,500	D	\$ 12.53	14,000	D
Class A Common Shares	10/16/2006	X	400	A	\$ 5.5	14,400	D
Class A Common Shares	10/16/2006	<u>S</u> ⁽¹⁾	400	D	\$ 12.54	14,000	D
Class A Common Shares	10/16/2006	X	894	A	\$ 5.5	14,894	D
Class A Common Shares	10/16/2006	<u>S</u> ⁽¹⁾	894	D	\$ 12.55	14,000	D
Class A Common Shares	10/16/2006	X	400	A	\$ 5.5	14,400	D
Class A Common Shares	10/16/2006	<u>S</u> ⁽¹⁾	400	D	\$ 12.56	14,000	D
Class A Common Shares	10/16/2006	X	500	A	\$ 5.5	14,500	D
Class A Common Shares	10/16/2006	<u>S</u> ⁽¹⁾	500	D	\$ 12.57	14,000	D
Class A Common Shares	10/16/2006	X	200	A	\$ 5.5	14,200	D
Class A Common Shares	10/16/2006	<u>S</u> ⁽¹⁾	200	D	\$ 12.58	14,000	D

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Class A Common Shares	10/16/2006	X	300	A	\$ 5.5	14,300	D
Class A Common Shares	10/16/2006	<u>S</u> ⁽¹⁾	300	D	\$ 12.59	14,000	D
Class A Common Shares	10/16/2006	X	200	A	\$ 5.5	14,200	D
Class A Common Shares	10/16/2006	<u>S</u> ⁽¹⁾	200	D	\$ 12.6	14,000	D
Class A Common Shares	10/16/2006	X	1,661	A	\$ 5.5	15,661	D
Class A Common Shares	10/16/2006	<u>S</u> ⁽¹⁾	1,661	D	\$ 12.61	14,000	D
Class A Common Shares	10/16/2006	X	95	A	\$ 5.5	14,095	D
Class A Common Shares	10/16/2006	<u>S</u> ⁽¹⁾	95	D	\$ 12.62	14,000	D
Class A Common Shares	10/16/2006	X	800	A	\$ 5.5	14,800	D
Class A Common Shares	10/16/2006	<u>S</u> ⁽¹⁾	800	D	\$ 12.63	14,000	D
Class A Common Shares	10/16/2006	X	400	A	\$ 5.5	14,400	D
Class A Common Shares	10/16/2006	<u>S</u> ⁽¹⁾	400	D	\$ 12.64	14,000	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.

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(9-02)

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	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
Option (Right to Buy)	\$ 5.5	10/16/2006 ⁽²⁾		X		22,000		01/03/1997	01/03/2007	Class A Common Stock	22,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STOEHR CHARLES M 180 MARCUS BLVD PO BOX 12427 HAUPPAUGE, NY 11788-0518	X		CFO and Senior Vice President	

Signatures

Charles M.
Stoehr

10/16/2006

__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) All shares shold pursuant to a 10b-5 trading plan.
- (2) Option to purchase Class A Common Shares at an exercise price of \$5.50 per share.

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