

SI TECHNOLOGIES INC
Form 4/A
May 18, 2005

FORM 4

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

OMB APPROVAL

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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)

1. Name and Address of Reporting Person *
ZWEIPFENNIG HEINZ

(Last) (First) (Middle)

**C/O SI TECHNOLOGIES
INC, 14192 FRANKLIN AVE**

(Street)

TUSTIN, CA 92780

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SI TECHNOLOGIES INC [SISI]

3. Date of Earliest Transaction
(Month/Day/Year)
04/28/2005

4. If Amendment, Date Original Filed(Month/Day/Year)
05/17/2005

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| Common Stock | 04/28/2005 | | J ⁽¹⁾ | 75,000 D \$ 4 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)

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 |
| Stock Option (right to buy) | \$ 4.5 | 04/28/2005 | | <u>J(1)</u> | | 15,000 | | 04/28/2005 | 10/27/2005 | Common Stock | 15,000 |
| Stock Option (right to buy) | \$ 1.875 | 04/28/2005 | | <u>J(1)</u> | | 15,000 | | 04/28/2005 | 04/24/2007 | Common Stock | 15,000 |
| Stock Option (right to buy) | \$ 4.375 | 04/28/2005 | | <u>J(1)</u> | | 5,000 | | 04/28/2005 | 10/05/2008 | Common Stock | 5,000 |
| Stock Option (right to buy) | \$ 2.375 | 04/28/2005 | | <u>J(1)</u> | | 7,500 | | 04/28/2005 | 01/20/2010 | Common Stock | 7,500 |
| Stock Option (right to buy) | \$ 2.125 | 04/28/2005 | | <u>J(1)</u> | | 10,000 | | 04/28/2005 | 01/23/2011 | Common Stock | 10,000 |
| Stock Option (right to buy) | \$ 1.19 | 04/28/2005 | | <u>J(1)</u> | | 10,000 | | 04/28/2005 | 01/17/2012 | Common Stock | 10,000 |
| Stock Option (right to buy) | \$ 1.59 | 04/28/2005 | | <u>J(1)</u> | | 10,000 | | 04/28/2005 | 12/12/2012 | Common Stock | 10,000 |
| Stock Option (right to buy) | \$ 3.1 | 04/28/2005 | | <u>J(1)</u> | | 10,000 | | 04/28/2005 | 12/11/2013 | Common Stock | 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| ZWEIPFENNIG HEINZ C/O SI TECHNOLOGIES INC 14192 FRANKLIN AVE TUSTIN, CA 92780 | X | | | |

Signatures

| | |
|--|---------------------|
| /s/ Heinz Zweipfenning | 05/17/2005 |
| <small>**Signature of Reporting Person</small> | <small>Date</small> |

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) Disposed of pursuant to merger agreement between issuer and Vishay Intertechnology, Inc. in exchange for cash in the amount of \$4.00 per share and cancellation of options and warrants in exchange for cash in the amount of \$4.00 per shares less the per share exercise price.

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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