

SCRINBER BANI M JR  
Form 4  
January 03, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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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 \*  
SCRINBER BANI M JR

2. Issuer Name and Ticker or Trading Symbol  
APPLIED SIGNAL TECHNOLOGY INC [APSG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
400 W. CALIFORNIA AVES  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/28/2004

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Chief Operating Officer

SUNNYVALE, CA 94086

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	Price	
Common Stock	12/28/2004		M		6,500	A \$ 12.125	8,704 D
Common Stock	12/28/2004		M		14,859	A \$ 5.25	22,933 D
Common Stock	12/28/2004		S		6,500	D \$ 35.2506	16,433 D
Common Stock	12/28/2004		S		3,000	D \$ 35.5003	13,433 D
Common Stock	12/28/2004		S		5,000	D \$ 35.5001	8,433 D

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Common Stock	12/28/2004	S	3,000	D	\$ 35.485	5,433	D
Common Stock	12/28/2004	S	3,500	D	\$ 35.4038	1,933	D
Common Stock	12/28/2004	S	359	D	\$ 35.2506	1,574	D

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

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SEC 1474  
(9-02)

**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. 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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 12.125	12/28/2004		M	6,500	05/13/2001 <sup>(1)</sup>	05/13/2007	Common Stock	6,500
Employee Stock Option (Right to Buy)	\$ 5.25	12/28/2004		M	14,859	12/12/2004 <sup>(2)</sup>	01/12/2011	Common Stock	14,859

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCRINBER BANI M JR 400 W. CALIFORNIA AVES SUNNYVALE, CA 94086			Chief Operating Officer	

## Signatures

Bani M.  
Scribner, Jr.

12/31/2004

\_\_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) Employee Stock Option (Right to Buy) under the 1991 Stock Option Plan. The option vests and becomes exercisable over 2 years at 100% vested on 5/13/2001.
  - (2) Employee Stock Option (Right to Buy) under the 1991 Stock Option Plan. The option vests at 20% one year after grant date and monthly thereafter at 1.667%.

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.