

UFP TECHNOLOGIES INC
Form 4
May 22, 2006

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 *
WORRELL PETER R

(Last) (First) (Middle)

**C/O UFP TECHNOLOGIES,
INC., 172 EAST MAIN STREET**

(Street)

GEORGETOWN, MA 01833

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

UFP TECHNOLOGIES INC [UFPT]

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

05/18/2006

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)

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 | | | |
| | | | | Code | V | Amount | | |
| Common Stock, \$.01 Par Value | 05/18/2006 | | S | 8,700 | D | \$ 5 | 237,850 | D |
| Common Stock, \$.01 Par Value | 05/18/2006 | | S | 4,000 | D | \$ 5.01 | 233,850 | D |
| Common Stock, \$.01 Par Value | 05/18/2006 | | S | 1,450 | D | \$ 5.02 | 232,400 | D |
| Common Stock, \$.01 | 05/18/2006 | | S | 200 | D | \$ 5.03 | 232,200 | D |

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| | | | | | | | |
|-------------------------------------|------------|---|-------|---|------------|---------|---|
| Par Value | | | | | | | |
| Common Stock, \$.01 Par Value | 05/18/2006 | S | 2,361 | D | \$ 5.04 | 229,839 | D |
| Common Stock, \$.01 Par Value | 05/18/2006 | S | 1,650 | D | \$ 5.05 | 228,189 | D |
| Common Stock, \$.01 Par Value | 05/18/2006 | S | 1,589 | D | \$ 5.1 | 226,600 | D |
| Common Stock, \$.01 Par Value | 05/18/2006 | S | 1,650 | D | \$ 5.11 | 224,950 | D |
| Common Stock, \$.01 Par Value | 05/18/2006 | S | 350 | D | \$ 5.12 | 224,600 | D |
| Common Stock, \$.01 Par Value | 05/18/2006 | S | 2,000 | D | \$ 5.13 | 222,600 | D |
| Common Stock, \$.01 Par Value | 05/18/2006 | S | 8,000 | D | \$ 5.14 | 214,600 | D |
| Common Stock, \$.01 Par Value | 05/18/2006 | S | 2,000 | D | \$ 5.29 | 212,600 | D |
| Common Stock, \$.01 Par Value | 05/18/2006 | S | 2,050 | D | \$ 5.3 | 210,550 | D |
| Common Stock, \$.01 Par Value | 05/18/2006 | S | 2,000 | D | \$ 5.31 | 208,550 | D |
| Common Stock, \$.01 Par Value | 05/18/2006 | S | 300 | D | \$ 5.32 | 208,250 | D |
| Common Stock, \$.01 Par Value | 05/18/2006 | S | 2,000 | D | \$ 5.34 | 206,250 | D |
| Common Stock, \$.01 Par Value | 05/18/2006 | S | 6,000 | D | \$ 5.35 | 200,250 | D |
| Common Stock, \$.01 Par Value | 05/18/2006 | S | 1,700 | D | \$ 5.4 | 198,550 | D |

Common
 Stock, \$.01 05/18/2006 S 2,000 D \$ 196,550 (1) (2) D
 Par Value 5.41

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) | 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reporting Transaction (Instr. 6) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|--------------------------------------------------------------------------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-----------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WORRELL PETER R C/O UFP TECHNOLOGIES, INC. 172 EAST MAIN STREET GEORGETOWN, MA 01833 | | X | | |

Signatures

Patrick J. Kinney, Jr. as attorney-in-fact for Peter R. Worrell
 05/22/2006
 **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) The reporting person also holds 10,000 shares indirectly by the Bigelow Company Profit Sharing Plan and Trust
- (2) The reporting person also holds 4,400 shares indirectly by his spouse. The reporting person disclaims beneficial ownership of the shares held by his spouse.

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