

TRANSCAT INC  
Form 4  
May 27, 2015

**FORM 4**

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

OMB APPROVAL

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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)

1. Name and Address of Reporting Person \*  
**HADEED CHARLES P**

(Last) (First) (Middle)

**C/O TRANSCAT, INC., 35  
VANTAGE POINT DRIVE**

(Street)

**ROCHESTER, NY 14624**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**TRANSCAT INC [TRNS]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**05/22/2015**

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)

Chairman of the Board

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 (D) or Price		
Common Stock, \$.50 par value	05/22/2015		S		466	D	\$ 10 116,203 D
Common Stock, \$.50 par value	05/26/2015		S		200	D	\$ 10.05 116,003 D
Common Stock, \$.50 par value	05/26/2015		S		600	D	\$ 10.035 115,403 D

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Common Stock, \$.50 par value	05/26/2015	S	600	D	\$ 10.03	114,803	D
Common Stock, \$.50 par value	05/26/2015	S	400	D	\$ 10.025	114,403	D
Common Stock, \$.50 par value	05/26/2015	S	2,765	D	\$ 10.02	111,638	D
Common Stock, \$.50 par value	05/26/2015	S	1,250	D	\$ 10.0101	110,388	D
Common Stock, \$.50 par value	05/26/2015	S	935	D	\$ 10.01	109,453	D
Common Stock, \$.50 par value	05/26/2015	S	1,279	D	\$ 10	108,174	D
Common Stock, \$.50 par value	05/27/2015	S	200	D	\$ 10.35	107,974	D
Common Stock, \$.50 par value	05/27/2015	S	100	D	\$ 10.0325	107,874	D
Common Stock, \$.50 par value	05/27/2015	S	100	D	\$ 10.03	107,774	D
Common Stock, \$.50 par value	05/27/2015	S	500	D	\$ 10.02	107,274	D
Common Stock, \$.50 par value	05/27/2015	S	500	D	\$ 10.0119	106,774	D
	05/27/2015	S	4,550	D		102,224	D

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Common Stock, \$.50 par value						\$	10.0101	
Common Stock, \$.50 par value	05/27/2015		S	2,300	D	\$ 10.01	99,924	D
Common Stock, \$.50 par value	05/27/2015		S	3,255	D	\$ 10	96,669	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 Securities (Instr. 3 and 4)	8. P. Der. Sec. (Ins)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 4.26 <sup>(1)</sup>					08/16/2008	08/16/2015	Common Stock, \$.50 par value	6,103 <sup>(1)</sup>
Stock Option (Right to Buy)	\$ 5.68 <sup>(1)</sup>					08/08/2009	08/08/2016	Common Stock, \$.50 par value	7,042 <sup>(1)</sup>
Stock Option (Right to Buy)	\$ 5.24 <sup>(1)</sup>					04/10/2010	04/10/2017	Common Stock, \$.50 par value	100,000 <sup>(1)</sup>
	\$ 7.72 <sup>(1)</sup>					07/30/2011	07/30/2017		

Stock  
Option  
(Right to  
Buy)

Common 48,128  
Stock, (1)  
\$.50 par  
value

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HADEED CHARLES P C/O TRANSCAT, INC. 35 VANTAGE POINT DRIVE ROCHESTER, NY 14624	X		Chairman of the Board	

## Signatures

/s/ John J. Zimmer, Attorney-in-fact for Charles P.  
Hadeed

05/27/2015

\_\_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) This option was previously reported by Mr. Hadeed.

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