

PITLER DAVID
Form 4
March 05, 2008

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 *
PITLER DAVID

2. Issuer Name and Ticker or Trading Symbol
BIO IMAGING TECHNOLOGIES INC [BITI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)
Sr. V.P., Operations

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
03/04/2008

C/O BIO-IMAGING TECHNOLOGIES, INC., 826 NEWTOWN-YARDLEY ROAD

(Street)

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

NEWTOWN, PA 18940

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common stock | 03/04/2008 | | S | (A) or (D) D | 2,757 (1) \$ 7.7 (2) 10,000 | D | |
| Common stock | 03/05/2008 | | S | (A) or (D) D | \$ 7.43 (3) 10,000 | D | |

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

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number.

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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option to purchase Common Stock | \$ 1.28 | 03/04/2008 | | M | 2,757 | 03/06/2000 03/06/2010 | Common Stock | 2,757 |
| Option to purchase Common Stock | \$ 1.28 | 03/05/2008 | | M | 243 | 03/06/2000 03/06/2010 | Common Stock | 243 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

PITLER DAVID
C/O BIO-IMAGING TECHNOLOGIES, INC.
826 NEWTOWN-YARDLEY ROAD
NEWTOWN, PA 18940

Sr. V.P., Operations

Signatures

/s/ Maria T. Kraus as
attorney-in-fact

03/05/2008

__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) Such options were exercised and sales were made pursuant to a Rule 10b5-1 trading plan entered into by Mr. Pitler on February 27, 2007.

Such amount represents the average closing price of the common stock sold. The breakdown is as follows: 157 shares at \$7.84; 57 shares

(2) at \$7.81; 343 shares at \$7.80; 200 shares at \$7.79; 100 shares at \$7.78; 100 shares at \$7.75; 100 shares at \$7.74; 100 shares at \$7.73; 100 shares at \$7.72; 1000 shares at \$7.65; and 500 shares at \$7.60.

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- (3) Such amount represents the average closing price of the common stock sold. The breakdown is as follows: 100 shares at \$7.45; 43 shares @ \$7.44; and 100 shares at \$7.40.
- (4) Includes multiple option grants with different exercise prices and vesting dates.

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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