

SCHOEN JOHN W
Form 4
February 13, 2009

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 *
SCHOEN JOHN W

2. Issuer Name and Ticker or Trading Symbol
PC TEL INC [PCTI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

471 BRIGHTON DRIVE

02/11/2009

COO & CFO

(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

BLOOMINGDALE, IL 60108

(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)
			Code	V	Amount	(A) or (D)	Price
Common	02/11/2009		Z ⁽¹⁾		3,250	D	\$ 6.76
Common	02/11/2009		F ⁽²⁾		8,824	D	\$ 6.76
Common	02/11/2009		S ⁽³⁾		200	D	\$ 5.9
Common	02/11/2009		S ⁽³⁾		787	D	\$ 5.91
Common	02/11/2009		S ⁽³⁾		713	D	\$ 5.92
Common	02/11/2009		S ⁽³⁾		700	D	

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						\$		
						5.93		
Common	02/11/2009	<u>S</u> (3)	1,300	D	\$	5.94	67,582	D
Common	02/11/2009	<u>S</u> (3)	1,119	D	\$	5.95	66,463	D
Common	02/11/2009	<u>S</u> (3)	600	D	\$	5.96	65,863	D
Common	02/11/2009	<u>S</u> (3)	681	D	\$	5.97	65,182	D
Common	02/11/2009	<u>S</u> (3)	136	D	\$	5.98	65,046	D
Common	02/11/2009	<u>S</u> (3)	1,000	D	\$	6	64,046	D
Common	02/11/2009	<u>S</u> (3)	264	D	\$	6.01	63,782	D
Common	02/11/2009	<u>S</u> (3)	100	D	\$	6.06	63,682	D
Common	02/11/2009	<u>S</u> (3)	1,500	D	\$	6.09	62,182	D
Common	02/11/2009	<u>S</u> (3)	200	D	\$	6.11	61,982	D
Common	02/11/2009	<u>S</u> (3)	269	D	\$	6.13	61,713	D
Common	02/11/2009	<u>S</u> (3)	300	D	\$	6.16	61,413	D
Common	02/11/2009	<u>S</u> (3)	1,400	D	\$	6.18	60,013	D
Common	02/11/2009	<u>S</u> (3)	931	D	\$	6.19	59,082	D
Common	02/11/2009	<u>S</u> (3)	300	D	\$	6.2	58,782	D
Common	02/11/2009	<u>S</u> (3)	500	D	\$	6.21	58,282	D
Common	02/11/2009	<u>S</u> (3)	100	D	\$	6.22	58,182	D
Common	02/11/2009	<u>S</u> (3)	500	D	\$	6.25	57,682	D
Common	02/11/2009	<u>S</u> (3)	100	D	\$	6.28	57,582	D
Common	02/11/2009	<u>S</u> (3)	200	D	\$	6.29	57,382	D

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) Transfer of shares to/from John W. Schoen III Living Trust
- (2) Withholding of stock to satisfy statutory tax withholding obligations
- (3) Sale of Shares pursuant to 10b5-1 Plan

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.