#### Edgar Filing: TRANSCAT INC - Form 4

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Form 4 May 29, 2014											
FORM	1							~~~~~~~~~		PPROVAL	
	UNITED	STATES		ITIES Al hington,			NGE (	COMMISSION	OMB Number:	3235-0287	
Check this if no long subject to Section 16 Form 4 or	s box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							burden hou	Expires:January 31 2009Estimated average burden hours per response0.4		
Form 5 obligation may conti <i>See</i> Instru 1(b).	nue. Section 17(a	a) of the	Public Ut		ing Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40	'n		
(Print or Type R	esponses)										
Rudow Lee D. Symbol			Symbol	er Name <b>and</b> Ticker or Trading SCAT INC [TRNS]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (N	/liddle)		Earliest Tra		l		(Cheo	ck all applicable	e)	
	CAT, INC., 35 POINT DRIVE		(Month/Da 05/28/20	•				Director X_Officer (give below)		b Owner er (specify	
			4. If Amer	Amendment, Date Original d(Month/Day/Year)				6. Individual or Joint/Group Filing(Check			
			Filed(Mon					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
								Person			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executio any	med on Date, if Day/Year)	3. Transactio Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3,	l (A) o l of (D	)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common				Code V	Amount	(D)	Price	(insur 5 und 1)			
Stock, \$.50 par value	05/28/2014			Р	2,000	А	\$9	34,212 <u>(1)</u>	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year) rative rities r osed ) . 3,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pri Deriv Secur (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 7.57 ( <u>2)</u>					(2)	07/30/2023	Common Stock, \$.50 par value	100,000 (2)	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Rudow Lee D. C/O TRANSCAT, INC. 35 VANTAGE POINT DRIVE ROCHESTER, NY 14624			President and CEO				
Signaturos							

## Signatures

/s/ Lee D. 05/29/2014 Rudow

<u>\*\*</u>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) Includes 188 shares acquired under the Transcat, Inc. Employees' Stock Purchase Plan.
- (2) This option was previously reported by Mr. Rudow. Mr. Rudow can exercise this option as follows: 20,000 shares on 9/10/15, 20,000 shares on 9/10/16, and 60,000 shares on 9/10/17.

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.