

Rice Robert A
Form 4
February 11, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
Rice Robert A

2. Issuer Name and Ticker or Trading Symbol
TEL INSTRUMENT
ELECTRONICS CORP [TIK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
01/30/2013

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

ONE BRANCA RD.

(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

EAST RUTHERFORD, NJ 07073

(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 Stock	01/30/2008		M		500	A	\$ 3.73
Common Stock	01/30/2008		M		500	A	\$ 3.85
Common Stock	01/30/2008		M		200	A	\$ 3.7
Common Stock	01/30/2008		M		500	A	\$ 3.03
Common Stock	01/30/2008		M		1,000	A	\$ 2.79

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Common Stock	01/30/2008		M	1,000	A	\$ 2.4	106,904	D
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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. Amount or Number of Shares
Stock Option Exercise	\$ 3.73	01/30/2013		M	500	01/30/2009 01/30/2013	Common Stock	500
Stock Option Exercise	\$ 3.85	01/30/2013		M	500	02/11/2009 02/11/2013	Common Stock	500
Stock Option Exercise	\$ 3.7	01/30/2013		M	200	05/07/2009 05/07/2013	Common Stock	200
Stock Option Exercise	\$ 3.03	01/30/2013		M	500	10/29/2009 10/29/2013	Common Stock	500
Stock Option Exercise	\$ 2.79	01/30/2013		M	1,000	11/08/2009 11/08/2013	Common Stock	1,000
Stock Option Exercise	\$ 2.4	01/30/2013		M	1,000	12/03/2009 12/03/2013	Common Stock	1,000
Stock Option Exercise	\$ 4.1	01/30/2013		D	500	11/13/2008 11/13/2012	Common Stock	500
Stock Option Exercise	\$ 3.9	01/30/2013		D	2,000	12/05/2008 12/05/2012	Common Stock	2,000

Stock
 Option
 Exercise

Common
 Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rice Robert A ONE BRANCA RD. EAST RUTHERFORD, NJ 07073	X			

Signatures

/s/ Joseph P. Macaluso By Power of
 Attorney

02/11/2013

__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).

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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