

ODELL JEFFREY L

Form 4

September 16, 2005

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

## OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ODELL JEFFREY L

2. Issuer Name **and** Ticker or Trading  
Symbol  
AUGUST TECHNOLOGY CORP  
[AUGT]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

4900 WEST 78TH STREET

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/14/2005

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
CEO & Chairman

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

BLOOMINGTON, MN 55435

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                          | Amount                                                                                                             | (A)<br>or<br>(D)                                                        | Price                                                             |
| Common<br>Stock                       | 09/14/2005                              |                                                             | M                                       |                                                                            | 2,250                                                                                                              | A                                                                       | \$<br>9.92                                                        |
| Common<br>Stock                       | 09/14/2005                              |                                                             | M                                       |                                                                            | 8,000                                                                                                              | A                                                                       | \$ 4.7                                                            |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            |                                                                                                                    |                                                                         | 227,500                                                           |
|                                       |                                         |                                                             |                                         |                                                                            |                                                                                                                    | I                                                                       | By O'Dell<br>Family<br>Limited<br>Partnership                     |

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**

SEC 1474  
(9-02)

required to respond unless the form  
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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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Amount<br>or<br>Number<br>of<br>Shares |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|-------------------------------------------|
| Stock<br>Option<br>(right to<br>buy)                | \$ 9.92                                                            | 09/14/2005                              |                                                             | M                                    | 2,250                                                                                                           | 12/31/2001 04/12/2008                                          | Common<br>Stock                                                     | 2,250                                     |
| Stock<br>Option<br>(right to<br>buy)                | \$ 13.24                                                           |                                         |                                                             |                                      |                                                                                                                 | <u>(1)</u> 07/12/2008                                          | Common<br>Stock                                                     | 0                                         |
| Stock<br>Option<br>(right to<br>buy)                | \$ 4.7                                                             | 09/14/2005                              |                                                             | M                                    | 8,000                                                                                                           | <u>(2)</u> 07/18/2009                                          | Common<br>Stock                                                     | 8,000                                     |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |                |       |
|-------------------------------------------------------------------|---------------|-----------|----------------|-------|
|                                                                   | Director      | 10% Owner | Officer        | Other |
| ODELL JEFFREY L<br>4900 WEST 78TH STREET<br>BLOOMINGTON, MN 55435 | X             |           | CEO & Chairman |       |

## Signatures

/s/ Robert K. Ranum as Attorney-in-Fact for Jeff L. O'Dell pursuant to Power of Attorney  
filed herewith

09/16/2005

\_\_\_\_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) Vesting accelerated, fully vested as of December 21, 2004.

(2) Original option (10,000 shares) exercisable in five annual increments of 2,000 shares beginning on July 18, 2002.

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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