WSI INDUSTRIES, INC.

Form 4

January 08, 2008

## FORM 4

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

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005 Estimated average

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue. See Instruction

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

burden hours per response... 0.5

1(b).

(Print or Type Responses)

1. Name and Addr MARTIN GEO	*	ng Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First)	(Middle)	WSI INDUSTRIES, INC. [WSCI]  3. Date of Earliest Transaction	(Check all applicable)		
17730 VALLE	, ,	,	(Month/Day/Year) 01/04/2008	_X_ Director 10% Owner Officer (give title below) Other (specify below)		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
POWAY, CA	92064 (State)	(Zin)		Form filed by More than One Reporting Person		

PO	WAY,	CA	920	)64

(State) (A	Table Table	e I - Non-D	erivative	Secur	ities Acc	quired, Disposed o	of, or Beneficial	ly Owned
	2A. Deemed	3.			*	5. Amount of	6. Ownership	
(Month/Day/Year)	Execution Date, if		` ′	ispose	d of			Indirect
	•		` ′	4 1	5)	•	` '	Beneficial
	(Month/Day/Year)	(Instr. 8)	(Instr. 3,	4 and	5)		` '	Ownership
						U	(IIISU: 4)	(Instr. 4)
				(A)		*		
				or		` '		
		Code V	Amount	(D)		(======================================		
01/04/2008		M	2,000	A		31,289	D	
			ŕ		2.75	ŕ		
					\$		_	
01/04/2008		M	1,500	A	3 44	32,789	D	
					3.11			
01/04/2008		М	1.000	۸	\$	33 780	D	
01/04/2000		171	1,000	<i>-</i> 1	3.09	33,107	D	
	2. Transaction Date (Month/Day/Year)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 01/04/2008 01/04/2008	2. Transaction Date 2A. Deemed 3. (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 8)  Code V  01/04/2008 M  01/04/2008 M	2. Transaction Date (Month/Day/Year)	2. Transaction Date (Month/Day/Year)	2. Transaction Date (Month/Day/Year)	2. Transaction Date   2A. Deemed   3.   4. Securities Acquired   5. Amount of   Securities   Sec	2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 4) Execution Date, if any (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (Instr. 3 and 4) (Instr. 4) Execution Date, if any (Month/Day/Year) (Instr. 4) Execution Date, if any (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (Instr. 3) (Instr. 4) Execution Date, if any (Month/Day/Year) (Instr. 4) Execution Date, if any (Month/Day/Year) (Instr. 3) (Instr. 4) Execution Date, if any (Month/Day/Year) (Instr. 4) Execution Date, if any (Month/Day/Year) (Instr. 3) (Instr. 4) Execution Date, if any (Month/Day/Year) (Instr. 4) Execution Date, if any (Month/Day/Year) (Instr. 3) (Instr. 4) Execution Date, if any (Month/Day/Year) (Instr. 3) (Instr. 4) Execution Date, if any (Month/Day/Year) (Instr. 3) (Instr. 4) Execution Date, if any (Month/Day/Year) (Instr. 3) (Instr. 4) Execution Date, if any (Month/Day/Year) (Instr. 3) (Instr. 4) Execution Date, if any (Month/Day/Year) (Instr. 3) (Instr. 3) (Instr. 4) Execution Date, if any (Month/Day/Year) (Instr. 3) (Ins

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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# 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. Transactio Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 2.75	01/04/2008		M	2,000	07/08/2004(1)	01/08/2009	Common Stock	2,000
Stock Option (Right to Buy)	\$ 3.44	01/04/2008		M	1,500	07/04/2006(1)	01/04/2001	Common Stock	1,500
Stock Option (Right to Buy)	\$ 3.09	01/04/2008		M	1,000	07/04/2007(1)	01/04/2012	Common Stock	1,000

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
reporting owner runner runners	Director	10% Owner	Officer	Other		
MARTIN GEORGE J 17730 VALLE VERDE RD POWAY, CA 92064	X					

#### **Signatures**

Getey M. Ritchott, Attorney-in-Fact for George J.

Martin

\*\*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) Option vests as to 25% six months from the date of grant, 25% one year from the date of grant, 25% two years from date of grant, and 25% three years from date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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