DEZWIREK PHILLIP

Form 4

September 08, 2011

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

OMB 3235-0287 Number:

Estimated average

burden hours per

Check this box if no longer subject to Section 16.

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

January 31, Expires: 2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

response...

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * **DEZWIREK PHILLIP**

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

below)

Symbol

CECO ENVIRONMENTAL CORP

(Check all applicable)

[CECE]

09/07/2011

(Last) (First) (Middle)

(Street)

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

_X__ Director X__ 10% Owner Other (specify X_ Officer (give title

Chairman

2300 YONGE STREET, SUITE

1710, PO BOX 2408

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

TORONTO, A6 M4P 1E4

| (City) | (State) | (Zip) Tabl | e I - Non-E | Derivative | Secur | rities Ac | quired, Disposed | of, or Benefic | ally 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) | 3. 4. Securities Acquired Γransaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | Code V | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | |
| Common Stock | 09/07/2011 | | P | 5,000 | A | \$ 5.7 | 639,411 | D | |
| Common Stock | 09/07/2011 | | P | 2,256 | A | \$ 5.78 | 641,667 | D | |
| Common Stock | 09/07/2011 | | P | 1,000 | A | \$ 5.95 | 642,667 | D | |
| Common Stock | 09/07/2011 | | P | 1,800 | A | \$ 5.97 | 644,467 | D | |
| Common Stock | 09/08/2011 | | P | 229 | A | \$ 5.9 | 644,696 | D | |

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| Common Stock | 09/08/2011 | P | 1,000 | A | \$ 5.96 | 645,696 | D | |
|-----------------|------------|---|-------|---|------------|-----------|---|------------------------------------------|
| Common Stock | 09/08/2011 | P | 3,300 | A | \$ 5.98 | 648,996 | D | |
| Common Stock | 09/08/2011 | P | 500 | A | \$ 6.13 | 649,496 | D | |
| Common Stock | 09/08/2011 | P | 300 | A | \$ 6.05 | 649,796 | D | |
| Common Stock | | | | | | 2,188,736 | I | By Icarus Investment Corp. (1) |
| Common Stock | | | | | | 4,700 | I | By Retirement Account of spouse |

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 required to respond unless the form displays a currently valid OMB control number.

(9-02)

9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | | 5. | 6. Date Exerc | cisable and | 7. Titl | e and | 8. Price of |
|-------------|-------------|---------------------|--------------------|---------|------------|------------|------------------|-------------|--------------|----------|-------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transa | ction | Number | Expiration D | ate | Amou | nt of | Derivative |
| Security | or Exercise | | any | Code | | of | (Month/Day/ | Year) | Under | lying | Security |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. | 8) | Derivative | • | | Securi | ities | (Instr. 5) |
| | Derivative | | | | | Securities | | | (Instr. | 3 and 4) | |
| | Security | | | | | Acquired | | | | | |
| | | | | | | (A) or | | | | | |
| | | | | | | Disposed | | | | | |
| | | | | | | of (D) | | | | | |
| | | | | | | (Instr. 3, | | | | | |
| | | | | | | 4, and 5) | | | | | |
| | | | | | | | | | | | |
| | | | | | | | | | | Amount | |
| | | | | | | | Date | Expiration | m: .1 | or | |
| | | | | | | | Exercisable Date | Date | Title Number | | |
| | | | | G 1 | T 7 | (A) (D) | | | | of | |
| | | | | Code | V | (A) (D) | | | | Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--------------------------------|---------------|-----------|----------|-------|--|--|--|--|
| • | Director | 10% Owner | Officer | Other | | | | |
| DEZWIREK PHILLIP | X | X | Chairman | | | | | |
| 2300 YONGE STREET, SUITE 1710 | | | | | | | | |

Reporting Owners 2 PO BOX 2408 TORONTO, A6 M4P 1E4

Signatures

/s/ Kathryn A. Erickson as Attorney-in-Fact for Phillip DeZwirek

09/08/2011

**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) Filer is President of Icarus Investment Corp. and disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

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.

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