

ENGLOBAL CORP  
Form 4/A  
June 23, 2008

**FORM 4**

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

OMB APPROVAL

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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 \*  
**RAIFORD ROBERT W**

(Last) (First) (Middle)  
**654 N. SAM HOUSTON  
PARKWAY E, SUITE 400**  
  
(Street)

**HOUSTON, TX 77060-5914**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**ENGLOBAL CORP [ENG]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**06/16/2008**

4. If Amendment, Date Original Filed(Month/Day/Year)  
**06/18/2008**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |  |
| Common Stock                    | 06/17/2008                           |  | M                              |   | 99,519<br>(1)   | A  | \$ 6.83 186,235 D                          |
| Common Stock                    | 06/17/2008                           |  | S(2)                           |   | 99,519<br>(1)   | D  | \$ 13.67 51,235 D<br>(1) (3)               |

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

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(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) |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|
|   |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Employee Stock Option (Right to Buy) <sup>(4)</sup> | \$ 6.83  | 06/16/2008 <sup>(5)</sup>            |  | M                              | 25,481  | 12/04/2006 12/04/2016                                    | Common Stock 25,481   |
| Employee Stock Option (Right to Buy) <sup>(4)</sup> | \$ 6.83  | 06/17/2008 <sup>(5)</sup>            |  | M                              | 99,519 <sup>(1)</sup>   | 12/04/2006 12/04/2016                                    | Common Stock 99,519   |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                   |       |
|---|---------------|-----------|-------------------|-------|
|   | Director      | 10% Owner | Officer           | Other |
| RAIFORD ROBERT W<br>654 N. SAM HOUSTON PARKWAY E<br>SUITE 400<br>HOUSTON, TX 77060-5914 |               |           | CFO and Treasurer |       |

## Signatures

/s/ Robert W. Raiford  
06/20/2008  
 \*\*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) This Amended Form 4 is being filed to correctly report the number of securities sold via a series of transactions (options exercised, shares acquired, and shares disposed of), and the price received for such securities, on June 17, 2008. Information previously received from the broker regarding these transactions was incorrect. The original Form 4 of June 18, 2008 (the "Original Form 4") incorrectly reported the number of securities sold as 124,519 and the price received as \$13.71 per share.
- (2) The sales reported in this Amended Form 4, and in the Original Form 4, were effected pursuant to a Rule 10b5-1 trading plan adopted by Robert W. Raiford on December 14, 2007.

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- (3) The reporting person sold 99,519 shares in a series of transactions on June 17, 2008. In these transactions, the average price received was \$13.6728 per share, with \$13.67 being the lowest price received per share and \$13.75 being the highest price received per share.
- (4) Options granted pursuant to the ENGlobal Corporation 1998 Incentive Plan.
- (5) This Amended Form 4 amends the Transaction Date and Deemed Execution Date boxes of Table II to correct a clerical error on the Original Form 4.

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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