PECO II INC Form 4 April 15, 2005

#### FORM 4

#### OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or

Expires: January 31, 2005

5. Relationship of Reporting Person(s) to

Issuer

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

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

2. Issuer Name and Ticker or Trading

Symbol

1(b).

Smith Linda H

(Print or Type Responses)

1. Name and Address of Reporting Person \*

		PECO	II INC [(PIII)]	(Ch	neck all applicable)		
(Last)	· · ·		of Earliest Transaction Day/Year) 2005	Director Officer (gibelow)	X 10% Owner		
GALION, C	(Street) OH 44833		nendment, Date Original onth/Day/Year)	Applicable Line) _X_ Form filed b	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)							
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)  04/14/2005		Transaction(A) or Disposed Code (D) (Instr. 8) (Instr. 3, 4 and 5)  (A) or Code V Amount (D)	Beneficially	6. Ownership Form: Direct (D) or Indirect (I) Ownership (Instr. 4)  Beneficial Ownership (Instr. 4)		
Common Stock				1,000,000	By: I Ashwood I LLC		
Common Stock				500,000	By: I Ashwood II LLC		
Common Stock				38,000	I By: Daughter		
Common				38,000	I By: Son- 1		

Stock

Common Stock 38,000 I By: Son- 2

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

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	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transacti	5. orNumber	6. Date Exerc Expiration D		7. Title at Amount of		8. Price of Derivative	9. Nu Deriv
Security	or Exercise	• •	any	Code	of	(Month/Day/	Year)	Underlyir	ng	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)		`		Securities	_	(Instr. 5)	Bene
(	Derivative		(	(	Securities			(Instr. 3 a		( )	Own
	Security				Acquired			(			Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						`
					4, and 5)						
								Λ 12	nount		
								or	Hount		
						Date Exercisable	Expiration Date		ımber		
								of	1111001		
				Code V	(A) (D)				ares		

#### **Reporting Owners**

Reporting Owner Name / Address	Relationships					
reporting o where remains a remainder	Director	10% Owner	Officer	Other		
Smith Linda H						
1376 ST. RT. 598		X				
GALION, OH 44833						

### **Signatures**

Lisa A. Green For: Linda H. 04/15/2005

\*\*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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 3, 2004.

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

#### Edgar Filing: PECO II INC - Form 4

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.