#### MECHANICAL TECHNOLOGY INC

Form 4 April 05, 2006

### 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

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person \*

**DOHRING EDWARD A** 

(First) (Middle)

360 BEACH STREET

(Street)

ROCHESTER, NY 14612

2. Issuer Name and Ticker or Trading

Symbol

MECHANICAL TECHNOLOGY INC [MKTY]

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

03/30/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

\_X\_\_ Director 10% Owner \_ Other (specify Officer (give title below)

5. Relationship of Reporting Person(s) to

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

Issuer

(City)	(State)	(Zip) 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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	03/30/2006		M(1)	5,000	A	\$ 0.56	33,689	D		
Common Stock	03/30/2006		S <u>(1)</u>	5,000	D	\$ 3.8	28,689	D		
Common Stock	03/30/2006		M(1)	10,000	A	\$ 0.56	38,689	D		
Common Stock	03/30/2006		S(1)	10,000	D	\$ 3.77	28,689	D		
Common Stock	03/30/2006		M(1)	8,333	A	\$ 2.8	37,022	D		

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Common Stock	03/30/2006	S <u>(1)</u>	8,333	D	\$ 3.85	28,689	D
Common Stock	03/30/2006	M <u>(1)</u>	10,000		\$ 1.91	38,689	D
Common Stock	03/30/2006	S <u>(1)</u>	10,000	D	\$ 3.85	28,689	D
Common Stock	03/30/2006					31,668	D
Common Stock	03/30/2006	S <u>(1)</u>	2,979	D		28,689	D

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. Transactic Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
BOD 4/1/03 Stock Options (Rights to Buy)	\$ 1.91	03/30/2006		M(1)		10,000	04/01/2003(2)	03/31/2013	Common Stock	10,0
Employee Stock Options (Rights to Buy)	\$ 0.56	03/30/2006		M <u>(1)</u>		5,000	04/16/1997	04/15/2007	Common Stock	5,00
Employee Stock Options (Rights to Buy)	\$ 0.56	03/30/2006		M <u>(1)</u>		10,000	04/16/1997	04/15/2007	Common Stock	10,0

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Employee Stock Options (Rights to Buy)	\$ 0.56	03/30/2006	M <u>(1)</u>	2,979	04/16/1997	04/15/2007	Common Stock	2,91
Stock Options (Right to Buy)	\$ 2.8	03/30/2006	M <u>(1)</u>	8,333	12/30/2005(3)	03/31/2013	Common Stock	8,33

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
DOHRING EDWARD A 360 BEACH STREET ROCHESTER, NY 14612	X							

# **Signatures**

By: Cynthia A. Scheuer as Attorney in Fact for 04/05/2006

\*\*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 exercise of options and sales of common stock reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 15, 2006.
- (2) Immediately Vested
- (3) Immediately Vested.

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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