

PETERS TODD R
Form 4
October 26, 2010

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
PETERS TODD R

(Last) (First) (Middle)

ATC TECHNOLOGY
CORPORATION, 1400 OPUS
PLACE SUITE 600

(Street)

DOWNERS GROVE, IL 60515

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ATC Technology CORP [ATAC]

3. Date of Earliest Transaction
(Month/Day/Year)
10/22/2010

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below) below)
CEO and President

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	10/22/2010		D ⁽¹⁾		87,405	D	\$ 25 0
Common Stock	10/22/2010		D ⁽¹⁾		5,000	D	\$ 25 0

Held by
IRA

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

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SEC 1474
(9-02)

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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. 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
Option to purchase common stock	\$ 24.69	10/22/2010		D ⁽²⁾		16,875		06/01/2009	06/01/2016	Common Stock	16,875
Option to purchase common stock	\$ 22.02	10/22/2010		D ⁽²⁾		30,162		06/03/2009 ⁽³⁾	06/03/2018	Common Stock	30,162
Option to purchase common stock	\$ 15.01	10/22/2010		D ⁽²⁾		90,000		06/03/2010 ⁽⁴⁾	06/03/2019	Common Stock	90,000
Option to purchase common stock	\$ 17.22	10/22/2010		D ⁽²⁾		80,712		06/10/2011 ⁽⁵⁾	06/10/2020	Common Stock	80,712

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PETERS TODD R ATC TECHNOLOGY CORPORATION 1400 OPUS PLACE SUITE 600 DOWNERS GROVE, IL 60515	X		CEO and President	

Signatures

/s/ Todd R.
Peters

10/26/2010

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) Disposed of pursuant to Agreement and Plan of Merger dated as of July 18, 2010, as amended, by and among the Issuer, Transformers Merger Sub, Inc. and GENCO Distribution System, Inc.

(2) Cancelled pursuant to Agreement and Plan of Merger dated as of July 18, 2010, as amended, by and among Issuer, Transformers Merger Sub, Inc. and GENCO Distribution System, Inc. in exchange for an amount in cash per share equal to the excess of \$25.00 over the exercise price per share of the options.

(3) These options, which provided for vesting annually in 1/3 increments beginning on 6/3/2009, were accelerated upon the closing of the merger between the Issuer and GENCO Distribution System, Inc.

(4) These options, which provided for vesting annually in 1/3 increments beginning on 6/3/2010, were accelerated upon the closing of the merger between the Issuer and GENCO Distribution System, Inc.

(5) These options, which provided for vesting annually in 1/3 increments beginning on 6/10/2011, were accelerated upon the closing of the merger between the Issuer and GENCO Distribution System, Inc.

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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