

Dauber Charles M
Form 4
February 29, 2012

FORM 4

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

OMB APPROVAL

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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 *
Dauber Charles M

2. Issuer Name and Ticker or Trading Symbol
American Electric Technologies Inc [AETI]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
6410 LONG DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/27/2012

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

HOUSTON, TX 77087

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

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

(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. 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/27/2012		M		1,800	A	(1) 381,976
Common Stock	02/27/2012		M		8,900	A	(4) 390,876

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
Restricted Stock Units Dated February 27, 2012	(2)	02/27/2012		A	64,000	(2) (2)	Common Stock 64,000
Restricted Stock Units Dated February 27, 2012	(3)	02/27/2012		A	16,000	(3) (3)	Common Stock 16,000
Restricted Stock Units Dated February 25, 2011	(4)	02/27/2012		D	8,900	(4) (4)	Common Stock 8,900
Restricted Stock Units Dated February 25, 2011	(1)	02/27/2012		D	1,800	(1) (1)	Common Stock 1,800
Restricted Stock Units Dated 25, 2011	(1)	02/27/2012		J	7,200	(1) (1)	Common Stock 7,200

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
	X		President and CEO	

Dauber Charles M
6410 LONG DRIVE
HOUSTON, TX 77087

Signatures

/s/ Rachel F. Acree, as attorney-in-fact for Charles M.
Dauber

02/29/2012

__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) 7200 restricted stock units granted in 2011 vested on the transaction date based on achievement of 2011 performance criteria and 7200 restricted stock units were cancelled under transaction Code J. 1800 of the vested restricted stock units converted to common stock on a one-for-one basis on the transaction date. One-third of the remaining restricted stock units convert to common stock on a one-to-one basis annually on February 27, 2013, 2014 and 2015, subject to a continuing employment requirement.
- (2) Represents an incentive compensation award. Vesting of the award is subject to attainment of 2011 performance criteria. Vested restricted stock units convert into common stock on a one-to one basis in four equal annual installments from the transaction date, subject to a continuing employment requirement.
- (3) Represents an incentive compensation award. Converts into common stock on a one-to one basis in four equal annual installments from the transaction date, subject to a continuing employment requirement.
- (4) 8900 restricted stock units granted in 2011 converted to common stock on a one-for-one basis on the transaction date. The remaining restricted stock units convert to common stock on a one-to-one basis in equal installments on 2013, 2014 and 2015, subject to a continuing employment requirement.

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.