

Adams Timothy C
 Form 4
 February 28, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 *
 Adams Timothy C

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)
 6670 SPRING LAKE ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/25/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Vice President & President / AAT subsidiary

KEYSTONE HEIGHTS, FL 32656
 (City) (State) (Zip)

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

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	02/25/2013		A	6,570 A \$ 4.95	15,951 ⁽³⁾	D	
Common Stock	02/25/2013		F	2,146 D \$ 4.95	13,805	D	

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)

Edgar Filing: Adams Timothy C - Form 4

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)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units Dated February 25, 2013	<u>(1)</u>	02/25/2013		A	9,600	<u>(1)</u>	<u>(1)</u>	Common Stock	9,600
Restricted Stock Units Dated February 25, 2013	<u>(2)</u>	02/25/2013		A	2,400	<u>(2)</u>	<u>(2)</u>	Common Stock	2,400
Restricted Stock Units Dated February 27, 2012	<u>(4)</u>	02/25/2013		M	768	<u>(4)</u>	<u>(4)</u>	Common Stock	768
Restricted Stock Units Dated February 27, 2009	<u>(5)</u>	02/25/2013		M	1,218	<u>(5)</u>	<u>(5)</u>	Common Stock	1,218
Restricted Stock Units Dated February 25, 2011	<u>(6)</u>	02/25/2013		M	1,800	<u>(6)</u>	<u>(6)</u>	Common Stock	1,800
Restricted Stock Units Dated February	<u>(7)</u>	02/25/2013		M	2,784	<u>(7)</u>	<u>(7)</u>	Common Stock	2,784

26, 2010

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Adams Timothy C 6670 SPRING LAKE ROAD KEYSTONE HEIGHTS, FL 32656			Vice President & President	AAT subsidiary

Signatures

/s/ Charles M. Dauber, as attorney-in-fact for Tim C.
Adams

02/28/2013

__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) Represents an incentive compensation award. Vesting of the award is subject to attainment of 2013 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.
 - (2) 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.
 - (3) Represents common stock issued on conversion of Restricted Stock Units (RSUs).
 - (4) 768 RSU's converted to common stock, 11,232 RSU's were terminated and 2,304 will convert to common stock on a one-to-one basis in annual installments of 768 shares in 2014,2015, and 2016 subject to continuing employment requirement.
 - (5) 1,218 RSUs converted to common stock on a one-to-one basis.
 - (6) 1,800 RSU's converted to common stock and 3,600 will convert to common stock on a one-to-one basis in annual installments of 1,800 shares in 2014 and 2015 subject to continuing employment requirement.
 - (7) 2,784 RSU's converted to common stock and 2,784 will convert to common stock on a one-to-one basis in annual installment of 2,784 shares in 2014 subject to 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.