

American Electric Technologies Inc  
 Form 4  
 March 04, 2014

**FORM 4**

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

OMB APPROVAL

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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 \*  
 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)  
 02/25/2014

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

HOUSTON, TX 77087  
 (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)
				(A) or (D)	Price		
Common Stock	02/25/2014		A	35,248	A \$ 0	0	D
Common Stock	02/25/2014		F	10,007	D \$ 9.1	448,092 <sup>(1)</sup>	D

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 Share
Restricted Stock Units Dated February 25, 2014	(5)	02/25/2014		A	80,000	(5) (5)	Common Stock 80,000
Restricted Stock Units Dated February 27, 2012	(2)	02/25/2014		M	14,496	(2) (2)	Common Stock 14,496
Restricted Stock Units Dated February 26, 2010	(4)	02/25/2014		M	10,052	(4) (4)	Common Stock 10,052
Restricted Stock Units Dated February 25, 2011	(3)	02/25/2014		M	10,700	(3) (3)	Common Stock 10,700

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dauber Charles M 6410 LONG DRIVE HOUSTON, TX 77087	X		President and CEO	

## Signatures

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

03/04/2014

\_\_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) Shares withheld for payment for taxes upon vesting of restricted stock units. The shares were not sold.

14,496 of the vested restricted stock units converted to common stock on a one-for-one basis on the transaction date. The remaining  
(2) restricted stock units convert to common stock on a one-to-one basis in equal annual installments on February 25th, 2015 and 2016, subject to continuing employment requirements.

10,700 of the vested restricted stock units converted to common stock on a one-for-one basis on the transaction date. The remaining  
(3) restricted stock units convert to common stock on a one-to-one basis on February 25, 2015, subject to continuing employment requirements.

10,052 of the vested restricted stock units converted to common stock on a one-to-one basis on the transaction date. There are no  
(4) remaining restricted stock units to convert for this award.

Represents an incentive award. Vesting of the award is subject to attainment of 2014 performance criteria. Vested restricted stock units  
(5) covert into common stock on a one-to-one basis in for equal annual installments from the transaction date, 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.

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