

PETRARCA STEPHEN M
 Form 4/A
 September 16, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 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 *
PETRARCA STEPHEN M

2. Issuer Name and Ticker or Trading Symbol
ASTRO MED INC /NEW/ [ALOT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
600 E GREENWICH AVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/23/2010

____ Director
 Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
Vice President

W WARWICK, RI 02893
 (City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)
08/25/2010

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 | 08/23/2010 | | M | A | \$ 3.1364 | 9,145 | D |
| Common Stock | 08/23/2010 | | S | D | \$ 7.25 | 7,886 | D |
| Common Stock | 08/23/2010 | | S | D | \$ 7.26 | 7,845 | D |
| Common Stock | 08/23/2010 | | S | D | \$ 7.25 | 7,645 | D |
| Common Stock | 08/23/2010 | | S | D | \$ 7.23 | 7,445 | D |

Edgar Filing: PETRARCA STEPHEN M - Form 4/A

| | | | | | | | |
|--------------|------------|---|--------|---|-----------|--------|------------------|
| Common Stock | 08/23/2010 | S | 100 | D | \$ 7.225 | 7,345 | D |
| Common Stock | 08/24/2010 | M | 19,325 | A | \$ 3.1364 | 26,670 | D |
| Common Stock | 08/24/2010 | S | 375 | D | \$ 7.2 | 26,295 | D |
| Common Stock | 08/24/2010 | S | 19,325 | D | \$ 7.2 | 6,970 | D ⁽¹⁾ |

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)

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 |
| Stock Option (Right to purchase) | \$ 3.1364 | 08/23/2010 | | M | 1,300 | 10/19/2001 03/19/2011 | Common Stock 1,300 |
| Stock Option (Right to purchase) | \$ 3.1364 | 08/24/2010 | | M | 19,325 | 10/19/2001 03/19/2011 | Common Stock 19,325 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| PETRARCA STEPHEN M 600 E GREENWICH AVE W WARWICK, RI 02893 | | | Vice President | |

Signatures

Margaret D. Farrell (Attorney-in-fact for Stephen M.
Petrarca)

09/16/2010

__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) The reporting person beneficially owns 6,970 shares of the issuer's common stock of which 2,717 shares are held in an employee stock ownership plan.

Remarks:

This amended Form 4 is filed to reflect the sales of 1,259 shares and 41 shares of common stock by the reporting person on Au

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.