

SHORE BRIAN E  
Form 4  
June 11, 2009

**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 \*  
SHORE BRIAN E

2. Issuer Name and Ticker or Trading Symbol  
PARK ELECTROCHEMICAL  
CORP [PKE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
06/10/2009

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Board Chairman, Pres. and CEO

PARK ELECTROCHEMICAL  
CORP., 48 SOUTH SERVICE  
ROAD, SUITE 300

(Street)

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

MELVILLE, NY 11747

(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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code V	Amount		
Common Stock	06/10/2009		M	60,000	A \$ 16.54	188,472	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)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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
Right to buy option <sup>(1)</sup>	\$ 16.54	06/10/2009		M	60,000	06/15/2000 06/15/2009	Common Stock 60,000
Right to buy option <sup>(1)</sup>	\$ 15.92					05/22/2001 05/22/2010	Common Stock 75,000
Right to buy option <sup>(1)</sup>	\$ 23.6					07/19/2002 07/19/2011	Common Stock 40,000
Right to buy option <sup>(1)</sup>	\$ 29.05					03/20/2003 03/20/2012	Common Stock 25,000
Right to buy option <sup>(1)</sup>	\$ 19.95					07/24/2004 07/24/2013	Common Stock 20,000
Right to buy option <sup>(1)</sup>	\$ 23					07/08/2005 07/08/2014	Common Stock 20,000
Right to buy option <sup>(1)</sup>	\$ 24.56					08/24/2006 08/24/2015	Common Stock 35,000
Right to buy option <sup>(1)</sup>	\$ 25.35					08/03/2007 08/03/2016	Common Stock 35,000
Right to buy option <sup>(1)</sup>	\$ 30.28					08/15/2008 08/15/2017	Common Stock 35,000
Right to buy option <sup>(1)</sup>	\$ 27.1					08/26/2009 08/26/2018	Common Stock 35,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

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Director   10% Owner   Officer

Other

SHORE BRIAN E  
PARK ELECTROCHEMICAL CORP.  
48 SOUTH SERVICE ROAD, SUITE 300  
MELVILLE, NY 11747

X

Board Chairman, Pres. and CEO

## Signatures

Stephen E. Gilhuley, by power of  
attorney

06/11/2009

\_\_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) Option is exercisable, commencing on the date indicated, as to 25% of the aggregate number of shares listed and as to an additional 25% of such shares on each succeeding anniversary of such date.

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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