

PC TEL INC
Form 4
August 31, 2006

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 *
MILLER JEFFREY A

(Last) (First) (Middle)

8725 W. HIGGINS ROAD, SUITE 400

(Street)

CHICAGO, IL 60631

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PC TEL INC [PCTI]

3. Date of Earliest Transaction (Month/Day/Year)
08/30/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

VP, PCTEL Global Sales

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 Indirect Ownership (Instr. 4)
			Code	V	Amount or Price		
Common	08/30/2006		M		30,000 A \$ 6.6	D	
Common	08/30/2006		S		9,600 D \$ 10.5	D	
Common	08/30/2006		S		14,700 D \$ 10.51	D	
Common	08/30/2006		S		1,500 D \$ 10.52	D	
Common	08/30/2006		S		2,600 D \$ 10.53	D	
Common	08/30/2006		S		500 D \$ 10.54	D	

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Common	08/30/2006	S	400	D	\$ 10.55	102,073	D
Common	08/30/2006	S	600	D	\$ 10.6	101,473	D
Common	08/30/2006	S	100	D	\$ 10.61	101,373	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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
2/6/03 Stock Options	\$ 6.6	08/30/2006		M	9,600	02/06/2004 02/06/2013	Common Stock 9,600
2/6/03 Stock Options	\$ 6.6	08/30/2006		M	14,700	02/06/2004 02/06/2013	Common Stock 14,700
2/6/03 Stock Options	\$ 6.6	08/30/2006		M	1,500	02/06/2004 02/06/2013	Common Stock 1,500
2/6/03 Stock Options	\$ 6.6	08/30/2006		M	2,600	02/06/2004 02/06/2013	Common Stock 2,600
2/6/03 Stock Options	\$ 6.6	08/30/2006		M	500	02/06/2004 02/06/2013	Common Stock 500
2/6/03 Stock Options	\$ 6.6	08/30/2006		M	400	02/06/2004 02/06/2013	Common Stock 400
2/6/03 Stock	\$ 6.6	08/30/2006		M	600	02/06/2004 02/06/2013	Common Stock 600

Options

2/6/03

Stock	\$ 6.6	08/30/2006		M	100	02/06/2004	02/06/2013	Common Stock	100
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MILLER JEFFREY A 8725 W. HIGGINS ROAD SUITE 400 CHICAGO, IL 60631			VP, PCTEL Global Sales	

Signatures

Les Sgnilek 08/31/2006

 **Signature of Date
Reporting Person

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).

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.