

SPECTRUM CONTROL INC
 Form 4
 August 18, 2008

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 *
 McKenna Robert J

2. Issuer Name and Ticker or Trading Symbol
 SPECTRUM CONTROL INC
 [SPEC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 8031 AVONIA ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 08/15/2008

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

FAIRVIEW, PA 16415
 (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 | 08/15/2008 | | S | 833 D \$ 7.94 | 42,101 | D | |
| Common Stock | | | | | 5,356 | I | Held jointly with spouse |

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 Shares |
| Incentive Stock Options | \$ 7.6 | | | | | (1) | 01/19/2010 | Common Stock | 15,000 |
| Incentive Stock Options | \$ 8.68 | | | | | (2) | 01/19/2009 | Common Stock | 12,000 |
| Non-qualified Stock Options | \$ 8.68 | | | | | (3) | 01/19/2009 | Common Stock | 1,500 |
| Non-qualified Stock Options | \$ 6.31 | | | | | (4) | 11/01/2010 | Common Stock | 30,000 |
| Incentive Stock Options | \$ 9.3 | | | | | (5) | 12/03/2012 | Common Stock | 7,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| McKenna Robert J 8031 AVONIA ROAD FAIRVIEW, PA 16415 | | | Senior Vice-President | |

Signatures

John P. Leemhuis, Jr. Attorney in fact for Robert J. McKenna. 08/18/2008

__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) 1/3rd of the options are currently exercisable, 1/3rd are exercisable on 1/19/08 and the final 1/3rd are exercisable on 1/19/09.

(2) 2/3rds of the options are currently exercisable and the final 1/3rd are exercisable on 1/19/08.

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- (3) 2/3rds of the options are currently exercisable and the final 1/3rd are exercisable on 1/19/08.
- (4) 1/3rd of the options are exercisable on 11/1/07, 1/3rd are exercisable on 11/1/08 and the final 1/3rd are exercisable on 11/1/09.
- (5) 1/3rd of the options are exercisable on 12/3/09, 1/3rd are exercisable on 12/3/10 and the final 1/3rd are exercisable on 12/3/11.

Remarks:

All are granted under the Spectrum Control, Inc. Employee Stock Option Plan which is a Rule 16b-3 plan.

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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