

Edgar Filing: PARK ELECTROCHEMICAL CORP - Form 4

| 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 ⁽¹⁾ | \$ 25.35 | 08/03/2006 | | A | 14,000 | 08/03/2007 08/03/2016 | Common Stock 14,000 |
| Right to buy option ⁽¹⁾ | \$ 16.54 | | | | | 06/15/2000 06/15/2009 | Common Stock 4,500 |
| Right to buy option ⁽²⁾ | \$ 15.92 | | | | | 05/22/2002 05/22/2010 | Common Stock 4,406 |
| Right to buy option ⁽¹⁾ | \$ 23.6 | | | | | 07/19/2002 07/19/2011 | Common Stock 20,000 |
| Right to buy option ⁽¹⁾ | \$ 29.05 | | | | | 03/20/2003 03/20/2012 | Common Stock 10,000 |
| Right to buy option ⁽¹⁾ | \$ 19.95 | | | | | 07/24/2004 07/24/2013 | Common Stock 7,500 |
| Right to buy option ⁽¹⁾ | \$ 23 | | | | | 07/08/2005 07/08/2014 | Common Stock 7,500 |
| Right to buy option | \$ 24.56 | | | | | 08/24/2006 08/24/2015 | Common Stock 12,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GILHULEY STEPHEN E | | | Sr. VP, Secy, General Counsel | |

Signatures

Stephen E.
Gilhuley

08/24/2006

__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.
 - (2) Option is exercisable as to 656 shares on the date indicated and as to 1,875 additional shares on each of the two succeeding anniversaries 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.
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.