

ESCO TECHNOLOGIES INC
Form 4
August 18, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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 *
RICHEY VICTOR L JR

2. Issuer Name and Ticker or Trading Symbol
ESCO TECHNOLOGIES INC [ESE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O ESCO TECHNOLOGIES, 8888 LADUE ROAD

3. Date of Earliest Transaction (Month/Day/Year)
08/16/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
CHAIRMAN & CHIEF EXECUTIVE OFF

(Street)
ST. LOUIS, MO 63124

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
COMMON STOCK	08/16/2005		S	200	D \$ 107.84	89,720	D
COMMON STOCK	08/16/2005		S	2.08	D \$ 107.86	89,717.92	D
COMMON STOCK	08/16/2005		S	225.55	D \$ 107.88	89,492.37	D
COMMON STOCK	08/16/2005		S	172.15	D \$ 107.89	89,320.22	D
COMMON STOCK	08/16/2005		S	100	D \$ 107.94	89,220.22	D

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COMMON STOCK	08/16/2005	S	0.24	D	\$ 107.96	89,219.99	D
COMMON STOCK	08/16/2005	S	400	D	\$ 107.97	88,819.99	D
COMMON STOCK	08/16/2005	S	200	D	\$ 108.01	88,619.99	D
COMMON STOCK	08/16/2005	S	200	D	\$ 108.03	88,419.99	D
COMMON STOCK	08/16/2005	S	200	D	\$ 108.04	88,219.99	D
COMMON STOCK	08/16/2005	S	500	D	\$ 108.06	87,719.99	D
COMMON STOCK	08/16/2005	S	200	D	\$ 108.09	87,519.99	D
COMMON STOCK	08/16/2005	S	200	D	\$ 108.1	87,319.99	D
COMMON STOCK	08/16/2005	S	200	D	\$ 108.55	87,119.99	D
COMMON STOCK	08/16/2005	S	600	D	\$ 108.61	86,519.99	D
COMMON STOCK	08/16/2005	S	200	D	\$ 108.78	86,319.99	D
COMMON STOCK	08/16/2005	S	200	D	\$ 108.83	86,119.99	D
COMMON STOCK	08/16/2005	S	400	D	\$ 108.89	85,719.99	D
COMMON STOCK	08/16/2005	S	500	D	\$ 108.92	85,219.99	D
COMMON STOCK	08/16/2005	S	600	D	\$ 108.96	84,619.99	D
COMMON STOCK	08/16/2005	S	300	D	\$ 109.36	84,320	D
COMMON STOCK	08/16/2005	M	11,963	A	\$ 11.625	96,283	D
COMMON STOCK	08/16/2005	M	2,112	A	\$ 10.7813	98,395	D
COMMON STOCK	08/16/2005	M	1,888	A	\$ 10.7813	100,283	D
COMMON STOCK	08/16/2005	F	187	D	\$ 108.38	100,096	D
	08/16/2005	M	845	A	\$ 11.625	100,941	D

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COMMON
STOCK

COMMON STOCK 08/16/2005 F 90 D \$ 108.38 100,851 D

COMMON STOCK 08/17/2005 G 460 D \$ 0 100,391 D

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

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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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 11.625	08/16/2005		M	11,963	⁽¹⁾ 11/11/2009	COMMON STOCK
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 10.7813	08/16/2005		M	2,112	⁽³⁾ 02/09/2009	COMMON STOCK
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 10.7813	08/16/2005		M	1,888	⁽⁴⁾ 02/09/2009	COMMON STOCK
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 11.625	08/16/2005		M	845	11/11/2002 11/11/2009	COMMON STOCK

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RICHEY VICTOR L JR C/O ESCO TECHNOLOGIES 8888 LADUE ROAD ST. LOUIS, MO 63124	X		CHAIRMAN & CHIEF EXECUTIVE OFF	

Signatures

V. L. RICHEY 08/18/2005

 **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).
- (1) 5,000 SHARES - 11-11-2000, 5,000 SHARES - 11/11/2001, 1,963 SHARES - 11-11-2002
- (2) NOT APPLICABLE
- (3) 1,822 SHARES - 10-01-2000, 290 SHARES - 10-01-2001
- (4) 4,178 SHARES - 10-01-2000, 5,710 SHARES - 10-01-2001, 6,000 SHARES - 10-01-2002

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.