

BARNHILL ROBERT B JR  
Form 4  
April 04, 2012

**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 \*  
BARNHILL ROBERT B JR

2. Issuer Name and Ticker or Trading Symbol  
TESSCO TECHNOLOGIES INC  
[TESS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
11126 MCCORMICK ROAD  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/30/2012

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
CEO, President

HUNT VALLEY, MD 21031

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

(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) |           |   |  |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-----------|---|--|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |           |   |  |
| Common Stock                    | 03/30/2012                           |  | M                              |   | 67,500  | A  | \$ 3.47   | 1,931,829 | D |  |
| Common Stock                    | 03/30/2012                           |  | F                              |   | 25,277  | D  | \$ 25.47  | 1,906,552 | D |  |
| Common Stock                    | 03/30/2012                           |  | F                              |   | 7,105   | D  | \$ 22.25  | 1,899,447 | D |  |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form**

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(9-02)

**displays a currently valid OMB control number.**

**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) | Amount or Number of Shares |        |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                      |        |
| Stock Option                               | \$ 3.47  | 03/30/2012                           |  | M                              | 67,500  | 03/20/2007   | 03/20/2013  | Common Stock               | 67,500 |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                |       |
|---|---------------|-----------|----------------|-------|
|   | Director      | 10% Owner | Officer        | Other |
| BARNHILL ROBERT B JR<br>11126 MCCORMICK ROAD<br>HUNT VALLEY, MD 21031 | X             | X         | CEO, President |       |

## Signatures

Robert B. Barnhill, Jr. by David M. Young by Power of Attorney 04/04/2012

\*\*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) \$22.25 - average of previous 10 days up to March 28, 2012. Represents income tax withholdings on vesting of restricted stock on March 30, 2012.

The number of reported derivative securities includes outstanding Performance Stock Units (PSUs) covering 37,312 earned, non-vested shares. Of the outstanding PSUs, PSUs covering 9,000 earned, non-vested shares relate to fiscal year 2009 performance and will vest on or about May 1, 2012. PSUs covering 18,750 earned, non-vested shares relate to fiscal year 2010 performance and will vest in equal installments on or about May 1, 2012 and 2013. The remaining PSU's covering 9,562 earned, non-vested shares relate to fiscal year 2011 performance and will vest in equal installments on or about May 1, 2012, 2013, and 2014.

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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