Edgar Filing: MARKELS MICHAEL JR - Form 4

MARKELS MIC Form 4	HAEL JR										
May 02, 2006 FORM 4 Check this box	Washington, D.C. 20549									APPROVAL 3235-0287	
if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> 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 20(h) of the Investment Company Act of 1940										
(Print or Type Respo	onses)										
			2. Issuer Name and Ticker or Trading Symbol VERSAR INC [VSR]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			3. Date of Earliest Transaction (Month/Day/Year) 05/01/2006					X_ Director 10% Owner Officer (give title Other (specify below) below)			
				nendment, Date Original onth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
		Zip)	Table	e I - Non-D	erivative	Secur	ities Ac	Person quired, Disposed	of. or Benefici	ally Owned	
	ransaction Date onth/Day/Year)	2A. Deen Executior any (Month/D	ned 1 Date, if	3. Transactio Code (Instr. 8)	4. Securit n(A) or Di (D) (Instr. 3,	ties Ad sposed 4 and (A) or	cquired d of 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	
Common 05/ Stock	01/2006	05/01/20	006	Code V $S(1)$	1,000	D	Price \$ 4.25	406,400	Ι	By Immediate Family	
Common Stock								376,031 (2)	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)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	ate	Amou Unde Secur	le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
MARKELS MICHAEL JR 6850 VERSAR CENTER SPRINGFIELD, VA 22151	Х						
Signatures							
By: James C. Dobbs/POA	05/01/20	06					
**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) Trades under SEC Rule 10b5-1 for Versar. 2,000 shares can be sold per week. This program is valid only from May 23, 2005 through September 2, 2005 or until 20,000 shares are sold.

(2) This balance shows addition of 3,782 that was indirectly owned by spouse. Now, all is jointly owned by Dr. Markels and Mrs. Markels

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.