#### AMERICAN TECHNOLOGY CORP /DE/

Form 4 May 23, 2008

## FORM 4

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

OMB Number: 3235-0287

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005 Estimated average

Form 4 or Form 5 obligations may continue. See Instruction

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

burden hours per response... 0.5

Form filed by More than One Reporting

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * NORRIS ELWOOD G		rting Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol AMERICAN TECHNOLOGY CORP /DE/ [ATCO]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last) 15378 AVEI SUITE 100	(First) NUE OF SC	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/22/2008	_X_ Director _X_ 10% Owner _X_ Officer (give title Other (specify below) Chairman		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) X Form filed by One Reporting Person		

### SAN DIEGO, CA 92128

Stock

Stock

Common

05/22/2008

(City)	(State) (	Zip) Table	e I - Non-D	erivative S	Securi	ties Acq	uired, Disposed o	f, or Beneficial	ly 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. Securit on(A) or Dis (Instr. 3, 4)	sposed	of (D)	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)
Common Stock	05/22/2008		P	10,000	A	\$ 1.86	3,845,515	I	By Family Trust
Common Stock	05/22/2008		P	100	A	\$ 1.97	3,845,615	I	By Family Trust
Common Stock	05/22/2008		P	214	A	\$ 1.98	3,845,829	I	By Family Trust
Common	05/22/2008		P	100	A	\$	3,845,929	I	By Family

1,700

3,847,629

P

Trust

Trust

By Family

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Common Stock	05/22/2008	P	683	A	\$ 1.85	3,848,312	I	By Family Trust
Common Stock	05/22/2008	P	200	A	\$ 1.86	3,848,512	I	By Family Trust
Common Stock	05/22/2008	P	103	A	\$ 1.86	3,848,615	I	By Family Trust
Common Stock	05/22/2008	P	400	A	\$ 1.88	3,849,015	I	By Family Trust
Common Stock	05/22/2008	P	300	A	\$ 1.9	3,849,315	I	By Family Trust
Common Stock	05/22/2008	P	100	A	\$ 1.95	3,849,415	I	By Family Trust
Common Stock	05/22/2008	P	1,100	A	\$ 1.97	3,850,515	I	By Family Trust
Common Stock	05/22/2008	P	2,114	A	\$ 1.97	3,852,629	I	By Family Trust
Common Stock	05/22/2008	P	5,000	A	\$ 1.97	3,857,629	I	By Family Trust
Common Stock	05/22/2008	P	300	A	\$ 1.92	3,857,929	I	By Family Trust
Common Stock	05/22/2008	P	500	A	\$ 1.96	3,858,429	I	By Family Trust
Common Stock	05/22/2008	P	200	A	\$ 1.96	3,858,629	I	By Family Trust

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 displays a currently valid OMB control number.

SEC 1474

(9-02)

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)	of	;	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans
				Cala V	of (D) (Instr. 3, 4, and 5)		Tial		Trans (Instr
				Code V	(A) (D)		Title		

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Date Expiration Exercisable Date

Amount or Number of Shares

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

NORRIS ELWOOD G

15378 AVENUE OF SCIENCE, SUITE 100 X X Chairman

SAN DIEGO, CA 92128

# **Signatures**

/s/ Elwood G.
Norris

\*\*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).

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.

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