

PC TEL INC
Form 4
November 03, 2004

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 *
MILLER JEFFREY A

(Last) (First) (Middle)

8725 W HIGGINS RD, SUITE 400

(Street)

CHICAGO, IL 60631

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PC TEL INC [PCTI]

3. Date of Earliest Transaction (Month/Day/Year)
11/01/2004

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

VP Business Development

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | Code V | Amount or (D) Price | | |
| Common Stock | 11/01/2004 | 11/01/2004 | J | | 10,000 (1) | D | \$ 0 77,500 D |
| Common Stock | 11/01/2004 | 02/12/2004 | S | | 3,307 | D | \$ 7.5 74,193 D |
| Common Stock | 11/01/2004 | 11/01/2004 | S | | 158 | D | \$ 7.51 74,035 D |
| Common Stock | 11/01/2004 | 11/01/2004 | S | | 41 | D | \$ 7.52 73,994 D |
| Common Stock | 11/01/2004 | 11/01/2004 | S | | 163 | D | \$ 7.52 73,831 D |

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| | | | | | | | | | |
|--------------|------------|------------|---|--------|---|---------|--------|---|-----------------------|
| Common Stock | 11/01/2004 | 11/01/2004 | S | 268 | D | \$ 7.54 | 73,563 | D | |
| Common Stock | 11/01/2004 | 11/01/2004 | S | 309 | D | \$ 7.55 | 73,254 | D | |
| Common Stock | 11/01/2004 | 11/01/2004 | S | 41 | D | \$ 7.56 | 73,213 | D | |
| Common Stock | 11/01/2004 | 11/01/2004 | S | 122 | D | \$ 7.57 | 73,091 | D | |
| Common Stock | 11/01/2004 | 11/01/2004 | S | 237 | D | \$ 7.58 | 72,854 | D | |
| Common Stock | 11/01/2004 | 11/01/2004 | S | 142 | D | \$ 7.59 | 72,712 | D | |
| Common Stock | 11/01/2004 | 11/01/2004 | S | 27 | D | \$ 7.6 | 72,685 | D | |
| Common Stock | 11/01/2004 | 11/01/2004 | S | 124 | D | \$ 7.62 | 72,561 | D | |
| Common Stock | 11/01/2004 | 11/01/2004 | S | 61 | D | \$ 7.64 | 72,500 | D | |
| Common Stock | 11/01/2004 | 11/01/2004 | J | 10,000 | A | \$ 0 | 22,500 | I | Lorena K Miller Trust |

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

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(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) | 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MILLER JEFFREY A 8725 W HIGGINS RD SUITE 400 CHICAGO, IL 60631 | | | VP Business Development | |

Signatures

Les Sgnilek attorney
in Fact

11/03/2004

__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) Transferred shares to Lorena K Miller Trust

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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