#### **ZOOM TECHNOLOGIES INC**

Form 4 March 09, 2005

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

3235-0287 Number: January 31,

2005 Estimated average

burden hours per response... 0.5

Expires:

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

1(b).

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1. Name and Address of Reporting Person * PANAGOPOULOS DEAN N			2. Issuer Name and Ticker or Trading Symbol ZOOM TECHNOLOGIES INC [Zoom]					5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First) (M	liddle)	3. Date of Earliest Transaction (Month/Day/Year) 03/08/2005					Director 10% OwnerX Officer (give title Other (specify below)    Vice President-Network Product			
	(Street)	ndment, Date Original tth/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 Person					
(City)	(State)	e I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						lly Owned			
1.Title of Security (Instr. 3)	any		emed on Date, if Day/Year)	3. Transactic Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Amount (D) Price			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	03/08/2005			M	5,000	A	\$ 1	5,000	D		
Common Stock	03/08/2005			S	5,000 (1)	D	\$ 2.86	0	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and A	Securities
		Security				Disposed of (D) (Instr. 3, 4, and 5)				
					Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	Option (right to buy)	\$ 1	03/08/2005		M	5,000	06/11/2003(2)	06/11/2005	Common Stock	30,000

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PANAGOPOULOS DEAN N

Vice President-Network Product

## **Signatures**

/s/Dean

Panagopoulos 03/09/2005

\*\*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) The shares covered by this Form 4 are being sold pursuant to a Rule 10b5-1(c) sales plan dated December 6, 2004.
- (2) The option becomes exercisable in two equal annual installments commencing on June 11, 2003.

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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