

BROOKS D MAYSON
 Form 4
 March 09, 2005

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 *
BROOKS D MAYSON

2. Issuer Name and Ticker or Trading Symbol
**AUGUST TECHNOLOGY CORP
 [AUGT]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
4900 WEST 78TH STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/07/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP, Global Sales & Field Ops

BLOOMINGTON, MN 55435
 (City) (State) (Zip)

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| Common Stock | | | | | 2,887 | D | |

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (right to buy) | \$ 2.37 | | | | (1) | 07/06/2006 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 10.44 | | | | (2) | 05/01/2007 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 13.25 | | | | | 12/21/2004 08/04/2007 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 10.563 | | | | (3) | 12/15/2007 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 12.375 | | | | | 12/21/2004 08/28/2007 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 12.375 | | | | | 12/21/2004 08/28/2007 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 13.375 | | | | | 12/21/2004 01/05/2008 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 10.5 | | | | (4) | 04/06/2008 | Common Stock | 0 |
| Stock Option | \$ 13.24 | | | | | 12/21/2004 07/12/2008 | Common Stock | 0 |

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| | | | | | | |
|-----------------------------|----------|------------|------------|--------------|---|--|
| (right to buy) | | | | | | |
| Stock Option (right to buy) | \$ 13.24 | 12/21/2004 | 07/12/2008 | Common Stock | 0 | |
| Stock Option (right to buy) | \$ 10.05 | <u>(5)</u> | 12/07/2008 | Common Stock | 0 | |
| Stock Option (right to buy) | \$ 14.24 | 12/21/2004 | 04/05/2009 | Common Stock | 0 | |
| Stock Option (right to buy) | \$ 4.7 | <u>(6)</u> | 07/18/2009 | Common Stock | 0 | |
| Stock Option (right to buy) | \$ 4.75 | <u>(7)</u> | 10/25/2009 | Common Stock | 0 | |
| Stock Option (right to buy) | \$ 4.3 | <u>(8)</u> | 12/19/2009 | Common Stock | 0 | |
| Stock Option (right to buy) | \$ 18.45 | 02/06/2004 | 02/06/2014 | Common Stock | 0 | |
| Stock Option (right to buy) | \$ 13.1 | 04/30/2004 | 04/30/2014 | Common Stock | 0 | |
| Stock Option (right to buy) | \$ 10.36 | 07/30/2004 | 07/30/2014 | Common Stock | 0 | |
| Stock Option (right to buy) | \$ 7.62 | 02/19/2005 | 10/22/2014 | Common Stock | 0 | |
| Stock Option (right to buy) | \$ 10.38 | <u>(9)</u> | 12/30/2014 | Common Stock | 0 | |

buy)

Stock

| | | | | | | | | |
|-----------------------------|---------|------------|---|-------|------------|------------|-----------------|-------|
| Option (right to buy) | \$ 12.1 | 03/07/2005 | A | 2,526 | 03/07/2005 | 03/07/2015 | Common Stock | 2,526 |
|-----------------------------|---------|------------|---|-------|------------|------------|-----------------|-------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BROOKS D MAYSON 4900 WEST 78TH STREET BLOOMINGTON, MN 55435 | | | VP, Global Sales & Field Ops | |

Signatures

| | |
|--|------------|
| Robert K. Ranum as Agent for D. Mayson Brooks pursuant to Power of Attorney previously filed | 03/08/2005 |
| __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) Original option (82,500 shares) exercisable in five annual increments of 16,500 shares beginning on July 6, 2000.
- (2) Original option (2,500 shares) exercisable in five annual increments of 500 shares beginning May 15, 2001.
- (3) Original option (3,750 shares) exercisable in five annual increments of 750 shares beginning on December 15, 2001.
- (4) Original option (5,000 shares) exercisable in five annual increments of 1,000 shares beginning on April 6, 2002.
- (5) Original option (7,500 shares) exercisable in five annual increments of 1,500 shares beginning on December 7, 2002.
- (6) Original option (10,000 shares) exercisable in five annual increments of 2,000 shares beginning on July 18, 2002.
- (7) Original option (5,000 shares) exercisable in five annual increments of 1,000 shares beginning on October 25, 2002.
- (8) Original option (24,000 shares) exercisable in four annual increments of 6,000 shares beginning on December 19, 2002.
- (9) Original option (10,000 shares) exercisable: 3,400 shares on December 30, 2004 and 3,300 shares on December 30, 2005 and December 30, 2006.

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.