

Edgar Filing: MERRIMAC INDUSTRIES INC - Form SC 13D/A

MERRIMAC INDUSTRIES INC  
Form SC 13D/A  
December 07, 2004

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

SCHEDULE 13D/A  
Under the Securities Exchange Act of 1934  
(Amendment No. 3) \*

Merrimac Industries, Inc.

-----  
(Name of Issuer)

Common Stock, par value \$.01 per share

-----  
(Title of Class of Securities)

590262 10 1

-----  
(CUSIP Number)

Richard H. Gilden, Esq.  
Kramer Levin Naftalis & Frankel LLP  
919 Third Avenue  
New York, New York 10022  
(212) 715-9100

-----  
(Name, Address and Telephone Number of Person Authorized to  
Receive Notices and Communications)

December 3, 2004

-----  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box. |\_ |

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 5 pages

SCHEDULE 13D

Edgar Filing: MERRIMAC INDUSTRIES INC - Form SC 13D/A

CUSIP NO. 590262 10 1

---

1. Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only)  
Lior Bregman

---

2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

---

3. SEC Use only

---

4. Source of funds (See Instructions)  
PF

---

5. Check if disclosure of Legal Proceedings Is Required  
Pursuant to Items 2(d) or 2(e)

---

6. Citizenship or Place of Organization  
United States

---

|   |                              |         |
|---|------------------------------|---------|
|   | 7. Sole Voting Power         | 239,700 |
| Number of<br>Shares<br>Beneficially<br>Owned<br>by Each<br>Reporting<br>Person<br>With: | 8. Shared Voting Power       | 0       |
|   | 9. Sole Dispositive Power    | 239,700 |
|   | 10. Shared Dispositive Power | 0       |

---

11. Aggregate Amount Beneficially Owned by Each Reporting Person  
239,700

---

12. Check if the Aggregate Amount in Row (11) Excludes Certain  
Shares (See Instructions)

---

13. Percent of Class Represented by Amount in Row (11)  
7.7%

---

14. Type of Reporting Person (See Instructions)  
IN

---

## Edgar Filing: MERRIMAC INDUSTRIES INC - Form SC 13D/A

The following constitutes Amendment No. 3 ("Amendment No. 3") to the Schedule 13D originally filed by Lior Bregman ("Mr. Bregman") with the Securities and Exchange Commission (the "SEC") on November 19, 2003. This Amendment No. 3 amends the Schedule 13D as specifically set forth herein.

Item 5. Interest in Securities of the Issuer  
-----

Paragraphs (a), (b) and (c) of Item 5 are hereby amended as follows:

(a) and (b) As of November 7, 2004, Mr. Bregman beneficially owns 239,700 shares of Common Stock. Mr. Bregman has the sole power to vote and dispose of all such shares. Such shares constitute approximately 7.7% of the total number of shares of Common Stock outstanding. The percentage of the outstanding Common Stock set forth above is based on 3,132,518 shares of Common Stock reported as outstanding as of November 12, 2004 by the Issuer on its Form 10-QSB for the quarter ended October 2, 2004, filed with the SEC on November 16, 2004.

(c) The following table sets forth the purchase of Common Stock of the Issuer (totaling 31,300 shares) made by Mr. Bregman from October 26, 2004 through December 3, 2004. All such sales were made in open market transactions on the American Stock Exchange:

| Date of<br>Transaction | Number of<br>Shares Purchased | Average Price<br>Per Share |
|------------------------|-------------------------------|----------------------------|
| 10/26/04               | 500                           | \$8.78                     |
| 10/26/04               | 1,200                         | \$8.80                     |
| 10/27/04               | 200                           | \$8.79                     |
| 10/27/04               | 800                           | \$8.80                     |
| 10/28/04               | 500                           | \$8.75                     |
| 11/02/04               | 600                           | \$8.70                     |
| 11/04/04               | 200                           | \$8.60                     |
| 11/04/04               | 300                           | \$8.70                     |
| 11/04/04               | 500                           | \$8.80                     |
| 11/04/04               | 200                           | \$8.89                     |
| 11/12/04               | 4,000                         | \$8.50                     |
| 11/12/04               | 1,000                         | \$8.60                     |
| 11/12/04               | 1,000                         | \$8.70                     |
| 11/15/04               | 200                           | \$8.80                     |
| 11/15/04               | 1,800                         | \$8.90                     |
| 11/16/04               | 500                           | \$9.30                     |
| 11/17/04               | 6,900                         | \$9.00                     |

|          |       |         |
|----------|-------|---------|
| 11/18/04 | 600   | \$8.99  |
| 11/18/04 | 1,400 | \$9.00  |
| 11/22/04 | 500   | \$8.85  |
| 11/22/04 | 200   | \$8.95  |
| 11/24/04 | 600   | \$8.89  |
| 11/24/04 | 2,500 | \$8.90  |
| 11/24/04 | 1,600 | \$8.70  |
| 11/24/04 | 400   | \$8.80  |
| 11/24/04 | 900   | \$9.00  |
| 12/02/04 | 200   | \$8.95  |
| 12/03/04 | 1,000 | \$8.987 |
| 12/03/04 | 1,000 | \$8.99  |

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: November 7, 2004

/s/ Lior Bregman

-----  
Lior Bregman