

PC TEL INC  
Form 4  
August 04, 2008

**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 \*  
SINGER MARTIN H

(Last) (First) (Middle)  
471 BRIGHTON DRIVE  
(Street)

BLOOMINGDALE, IL 60108

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/31/2008

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)  
Chairman & CEO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	Price	
Common	07/31/2008		M		600	\$ 6.6	A
Common	07/31/2008		S		600	\$ 10.95	D
Common	08/01/2008		Z <sup>(1)</sup>		35,090	\$ 10.43	D
Common	08/01/2008		F <sup>(2)</sup>		17,082	\$ 10.43	D
Common	08/01/2008		S <sup>(3)</sup>		497	\$ 9.66	D
Common	08/01/2008		S <sup>(3)</sup>		303	\$ 9.7	D
Common	08/01/2008		S <sup>(3)</sup>		100	\$ 9.77	D
Common	08/01/2008		S <sup>(3)</sup>		100	\$ 9.79	D
Common	08/01/2008		S <sup>(3)</sup>		200	\$ 9.91	D

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Common	08/01/2008	S <sup>(3)</sup>	100	D	\$ 9.94	253,449	D	
Common	08/01/2008	S <sup>(3)</sup>	700	D	\$ 9.95	252,749	D	
Common	08/01/2008	S <sup>(3)</sup>	200	D	\$ 9.96	252,549	D	
Common	08/01/2008	S <sup>(3)</sup>	100	D	\$ 9.99	252,449	D	
Common	08/01/2008	S <sup>(3)</sup>	200	D	\$ 10	252,249	D	
Common	08/01/2008	S <sup>(3)</sup>	200	D	\$ 10.02	252,049	D	
Common	08/01/2008	S <sup>(3)</sup>	100	D	\$ 10.04	251,949	D	
Common	08/01/2008	S <sup>(3)</sup>	200	D	\$ 10.05	251,749	D	
Common	08/01/2008	S <sup>(3)</sup>	568	D	\$ 10.14	251,181	D	
Common	08/01/2008	S <sup>(3)</sup>	300	D	\$ 10.15	250,881	D	
Common	08/01/2008	S <sup>(3)</sup>	400	D	\$ 10.16	250,481	D	
Common	08/01/2008	S <sup>(3)</sup>	400	D	\$ 10.17	250,081	D	
Common	08/01/2008	S <sup>(3)</sup>	500	D	\$ 10.35	249,581	D	
Common	08/01/2008	S <sup>(3)</sup>	180	D	\$ 10.41	249,401	D	
Common	08/01/2008	S <sup>(3)</sup>	480	D	\$ 10.43	248,921	D	
Common	08/01/2008	M	1,348	A	\$ 6.66	250,269	D	
Common	08/01/2008	S	1,348	D	\$ 10.5376	248,921	D	
Common	08/01/2008	Z <sup>(1)</sup>	35,090	A	\$ 10.43	156,993	I	Martin Singer Trust

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

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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 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. D S ( )	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of

								Shares
10/23/01 Stock Options	\$ 6.66	08/01/2008	M	1,348	10/23/2002	10/23/2011	Common Stock	1,348
2/6/03 Stock Options	\$ 6.6	07/31/2008	M	600	02/06/2004	02/06/2013	Common Stock	600
2/6/03 Stock Options	\$ 6.6	08/01/2008	M	1,379	02/06/2004	02/06/2013	Common Stock	1,379

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SINGER MARTIN H 471 BRIGHTON DRIVE BLOOMINGDALE, IL 60108			Chairman & CEO	

## Signatures

Juliann M.  
Qualiato

08/04/2008

\_\_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) Transfer of shares to M. Singer Trust
- (2) Withholding of stock to satisfy statutory tax withholding obligations
- (3) Sale of Shares pursuant to 10b5-1 Plan

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.