Henry Bros. Electronics, Inc.

Form 4

October 28, 2008

#### FORM 4

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

Check this box if no longer

subject to Section 16. Form 4 or Form 5

obligations may continue.

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

See Instruction

1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

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)

(Last)

**ROAD** 

1. Name and Address of Reporting Person \* ROCKWELL RICHARD D

(Middle)

C/O PROFESSIONAL SECURITY

**TECHNOLOGIES, 43 RIVER** 

(Street)

(First)

4. If Amendment, Date Original

Filed(Month/Day/Year)

Issuer Symbol Henry Bros. Electronics, Inc. [HBE] (Check all applicable)

3. Date of Earliest Transaction

2. Issuer Name and Ticker or Trading

(Month/Day/Year) \_X\_\_ Director Officer (give title 10/24/2008

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Estimated average

\_X\_\_ 10% Owner \_ Other (specify

burden hours per

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

**NUTLEY, NJ 07110** 

| (City)                               | (State)                                 | (Zip) Table   | e I - Non-D                            | erivative  | Secur  | ities Acqu     | iired, Disposed of   | f, or Beneficial   | y Owned   |
|--------------------------------------|---|---|--|------------|--------|----------------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactio<br>Code<br>(Instr. 8) | (Instr. 3, | (A) or | d of (D)<br>5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| Common<br>Stock                      | 10/24/2008                              | 10/24/2008  | Code V P                               | Amount 200 | (D)    | Price \$ 4.693 | 2,034,191  | D  |   |
| Common<br>Stock                      | 10/24/2008                              | 10/24/2008  | P                                      | 40         | A      | \$ 4.78        | 2,034,231  | D  |   |
| Common<br>Stock                      | 10/24/2008                              | 10/24/2008  | P                                      | 33         | A      | \$ 4.82        | 2,034,264  | D  |   |
| Common<br>Stock                      | 10/24/2008                              | 10/24/2008  | P                                      | 400        | A      | \$ 4.81        | 2,034,664  | D  |   |
| Common<br>Stock                      | 10/24/2008                              | 10/24/2008  | P                                      | 127        | A      | \$<br>4.814    | 2,034,791  | D  |   |

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| Common<br>Stock | 10/24/2008 | 10/24/2008 | P | 73    | A | \$<br>4.814 | 2,034,864 | D |
|-----------------|------------|------------|---|-------|---|-------------|-----------|---|
| Common<br>Stock | 10/24/2008 | 10/24/2008 | P | 100   | A | \$<br>4.824 | 2,034,964 | D |
| Common<br>Stock | 10/24/2008 | 10/24/2008 | P | 24    | A | \$<br>4.814 | 2,034,988 | D |
| Common<br>Stock | 10/24/2008 | 10/24/2008 | P | 76    | A | \$<br>4.824 | 2,035,064 | D |
| Common<br>Stock | 10/24/2008 | 10/24/2008 | P | 80    | A | \$ 4.97     | 2,035,144 | D |
| Common<br>Stock | 10/24/2008 | 10/24/2008 | P | 138   | A | \$ 4.4      | 2,035,282 | D |
| Common<br>Stock | 10/24/2008 | 10/24/2008 | P | 200   | A | \$<br>4.822 | 2,035,482 | D |
| Common<br>Stock | 10/24/2008 | 10/24/2008 | P | 409   | A | \$ 4.5      | 2,035,891 | D |
| Common<br>Stock | 10/24/2008 | 10/24/2008 | P | 200   | A | \$<br>5.031 | 2,036,091 | D |
| Common<br>Stock | 10/24/2008 | 10/24/2008 | P | 200   | A | \$<br>5.041 | 2,036,291 | D |
| Common<br>Stock | 10/24/2008 | 10/24/2008 | P | 50    | A | \$ 5.18     | 2,036,341 | D |
| Common<br>Stock | 10/24/2008 | 10/24/2008 | P | 50    | A | \$ 5.15     | 2,036,391 | D |
| Common<br>Stock | 10/24/2008 | 10/24/2008 | P | 100   | A | \$ 5.16     | 2,036,491 | D |
| Common<br>Stock | 10/24/2008 | 10/24/2008 | P | 1,000 | A | \$ 4.3      | 2,037,491 | D |
| Common<br>Stock | 10/24/2008 | 10/24/2008 | P | 1,000 | A | \$ 4.3      | 2,038,491 | D |
| Common<br>Stock | 10/24/2008 | 10/24/2008 | P | 1,000 | A | \$ 4.3      | 2,039,491 | D |
| Common<br>Stock | 10/24/2008 | 10/24/2008 | P | 1,000 | A | \$ 4.3      | 2,040,491 | D |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

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| 1. Title of Derivative | 2. Conversion                                     | 3. Transaction Date (Month/Day/Year) |                      | 4.<br>Transaction | 5.<br>orNumber  | 6. Date Exerc<br>Expiration D |                    | 7. Title a                        |            | 8. Price of Derivative | 9. Nu<br>Deriv  |
|------------------------|---|--------------------------------------|----------------------|-------------------|---|-------------------------------|--------------------|-----------------------------------|------------|------------------------|---|
| Security (Instr. 3)    | or Exercise<br>Price of<br>Derivative<br>Security | (                                    | any (Month/Day/Year) | Code (Instr. 8)   | of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/                   |                    | Underly<br>Securitic<br>(Instr. 3 | ring<br>es | Security (Instr. 5)    | Secur<br>Bene<br>Owne<br>Follo<br>Repo<br>Trans<br>(Instr |
|                        |   |                                      |                      | Code V            | (A) (D)   | Date<br>Exercisable           | Expiration<br>Date | Title N                           | lumber     |                        |   |

## **Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |         |       |  |  |
|---|---------------|-----------|---------|-------|--|--|
| reporting owner runner, runners   | Director      | 10% Owner | Officer | Other |  |  |
| ROCKWELL RICHARD D<br>C/O PROFESSIONAL SECURITY TECHNOLOGIES<br>43 RIVER ROAD<br>NUTLEY, NJ 07110 | X             | X         |         |       |  |  |

# **Signatures**

Reporting Person

/Richard D.
Rockwell/

\*\*Signature of 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).

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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