Henry Bros. Electronics, Inc. Form 4 November 17, 2008

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations 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(b).

1. Name and Address of Reporting Person * Ritorto Joseph P.

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(First) (Last)

(Middle)

(Zip)

3. Date of Earliest Transaction

Henry Bros. Electronics, Inc. [HBE]

(Month/Day/Year) 11/13/2008

X_ Director

(Check all applicable)

Officer (give title below)

10% Owner Other (specify

C/O HENRY BROS. ELECTRONICS, INC., 17-01

POLLITT DRIVE

(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

FAIR LAWN, NJ 07410

(City)

Common

Stock

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

(State)

11/13/2008

3. 4. Securities Acquired 5. Amount of Transaction(A) or Disposed of Code (D) (Instr. 3, 4 and 5) (Instr. 8)

20,196

6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Owned Indirect (I) Following Reported

(Instr. 4) Transaction(s)

Beneficial Ownership (Instr. 4)

Code V Amount

P

Price (D)

(A)

(Instr. 3 and 4)

D 20,196

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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		re e	7. Title and of Underlyin Securities (Instr. 3 and	ng	8. Pric Deriva Securi (Instr.
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option (right to buy)	\$ 7.19					05/26/2004	05/25/2009	common stock	2,000	
Option (right to buy)	\$ 4.9					08/03/2005	12/31/2010	common stock	2,000	
Option (right to buy)	\$ 3.33					11/01/2006	11/01/2011	common stock	2,000	
Option (right to buy)	\$ 4.65					09/11/2007	09/11/2012	common stock	2,000	
Option (right to buy)	\$ 5.6					08/13/2008	08/13/2013	common stock	4,000	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Ritorto Joseph P.						
C/O HENRY BROS. ELECTRONICS, INC.	X					

17-01 POLLITT DRIVE FAIR LAWN, NJ 07410

Signatures

Joseph Ritorto	11/17/2008			
**Signature of Reporting Person	Date			

Reporting Owners 2

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.