

CELLULAR TECHNICAL SERVICES CO INC
 Form 4
 January 25, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
KATZ STEPHEN

2. Issuer Name and Ticker or Trading Symbol
CELLULAR TECHNICAL SERVICES CO INC [CTSC.BB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
20 EAST SUNRISE HIGHWAY, SUITE 200

3. Date of Earliest Transaction (Month/Day/Year)
12/20/2007

____ Director
 ____ Officer (give title below) Other (specify below)
Fmr. Director and Fmr. Officer

(Street)
VALLEY STREAM, NY 11581

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

(City) (State) (Zip)

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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|--|
| | | | | (A) or (D) | Price \$ | | | | |
| | | | | Code V | Amount | | | | |
| Common Stock | 12/20/2007 | | S | 6,700 | D | 3.5 <u>(1)</u> | 247,130 | D | |
| Common Stock | | | | | | | 6,500 | I | As custodian for Liza Grace Katz <u>(1)</u> |
| Common Stock | | | | | | | 6,500 | I | As custodian for Brian Matthew Katz <u>(1)</u> |

| | | | |
|--------------|--------|---|-----------------------|
| Common Stock | 41,273 | I | By partnership (2) |
|--------------|--------|---|-----------------------|

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)

| 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. Price or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|---|---|
| Options to Purchase Common Stock | \$ 0.73 | | | | | Date Exercisable: 06/10/2005 Expiration Date: 06/10/2014 | Common Stock | 15,000 |
| Options to Purchase Common Stock | \$ 0.99 | | | | | Date Exercisable: 09/23/2006 Expiration Date: 09/23/2012 | Common Stock | 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|--------------------------------|
| | Director | 10% Owner | Officer | Other |
| KATZ STEPHEN 20 EAST SUNRISE HIGHWAY SUITE 200 VALLEY STREAM, NY 11581 | | | | Fmr. Director and Fmr. Officer |

Signatures

/s/ Stephen Katz

01/24/2008

**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) The Reporting Person disclaims beneficial ownership of the securities held by such person and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
 - (2) The shares of Common Stock are held in a partnership controlled by the Reporting Person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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