#### KEY TECHNOLOGY INC

Form 4

February 06, 2015

### FORM 4

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

OMB Number: 3235-0287

Estimated average

Check this box if no longer subject to Section 16.

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SHANNON MICHAEL L			2. Issuer Name <b>and</b> Ticker or Trading Symbol KEY TECHNOLOGY INC [KTEC]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
C/O KEY TECHNOLOGY, INC., 150 AVERY STREET			(Month/Day/Year) 02/04/2015	X Director 10% Owned Deformation Officer (give title below) Other (special below)			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
WALLA W	ALLA, WA	99362	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acq	quired, Disposed of, or Beneficially Owned			
1 Title of	2 Transaction	n Doto 2A Do	amad 2 4 Sagurities	5 Amount of 6 Ownership 7 Natur			

Security (Instr. 3)  (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 3)  (Instr. 3) Execution Date, if any (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)  (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)  (A) (A) (B) (Instr. 4)  (A) (B) (Instr. 4)  (Instr. 4) (Instr. 4)  (Instr. 4) (Instr. 4)  (Instr. 3 and 4)  (Code V Amount (D) Price (Instr. 3 and 4)  (Instr. 3 and 4)		Table 1 - Non-Derivative Securities Acquired, Disposed of, of								of Beneficially Owned			
(Instr. 3)  any (Month/Day/Year)  (Instr. 8)  Code (Instr. 8)  (Instr. 3, 4 and 5)  Owned Indirect (I) Ownership Following (Instr. 4)  Reported Transaction(s) (Instr. 3 and 4)  Code V Amount (D) Price  Common  O2/04/2015  A  Solution  One Code V Amount (D) Price  One Code V Amount (D)  One Beneficially (Instr. 4) (Instr. 4)  Ownership (Instr. 3 and 4)	1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ies		5. Amount of	6. Ownership	7. Nature of			
(Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Following (Instr. 4) (Instr. 4)  (A) Reported Transaction(s) (Instr. 3 and 4)  Code V Amount (D) Price  Common 02/04/2015  A \$0.33.310 D	Security	(Month/Day/Year)	Execution Date, if	TransactionAcquired (A) or			Securities	Form: Direct	Indirect				
Common 02/04/2015    Code   V   Amount   (D)   Price   Following   (Instr. 4)   (Instr. 4)	(Instr. 3)	Instr. 3)		Code Disposed of (D)			)	Beneficially	(D) or	Beneficial			
Common 02/04/2015 (A) Reported Transaction(s) (Instr. 3 and 4)  Code V Amount (D) Price (D) Pric			(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)			Owned	Indirect (I)	Ownership			
Code V Amount (D) Price Transaction(s) (Instr. 3 and 4)  Common 02/04/2015 A \$0 33 310 D								Following	(Instr. 4)	(Instr. 4)			
Code V Amount (D) Price (Instr. 3 and 4)  Common 02/04/2015 A \$0 33 310 D						( )		Reported					
Code V Amount (D) Price (Instr. 3 and 4)  Common 02/04/2015 A \$0 33 310 D								Transaction(s)					
Common 02/04/2015 A 3,195 A \$ 0, 33,310 D				C 1 W			ъ.	(Instr. 3 and 4)					
07/04/7015 A $0.0000000000000000000000000000000000$				Code V		(D)	Price						
	Common Stock	02/04/2015		A		A	\$0	33,310	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)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

#### Edgar Filing: KEY TECHNOLOGY INC - Form 4

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative		•		Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(
					4, and 5)						
					.,						
									Amount		
						Date	Expiration		or		
							Date	Title	Number		
									of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

SHANNON MICHAEL L

C/O KEY TECHNOLOGY, INC.
150 AVERY STREET

WALLA WALLA, WA 99362

### **Signatures**

/s/ Michael L. Shannon by Ginger Petty, Attorney-In-Fact

02/06/2015

\*\*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) Represents restricted stock award, the restrictions on which shall lapse on February 4, 2016 subject to continued service.

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.

Reporting Owners 2