

TECHNITROL INC
Form 3
May 10, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Prajzner Edward J

(Last) (First) (Middle)

C/O TECHNITROL,
INC.,Â 1210 NORTHBROOK
DRIVE, SUITE 470

(Street)

TREVOSE,Â PAÂ 19053

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

05/01/2006

3. Issuer Name **and** Ticker or Trading Symbol
TECHNITROL INC [TNL]

4. Relationship of Reporting
Person(s) to Issuer

5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
Corp Contllr & Chief Attg Ofcr

6. Individual or Joint/Group
Filing(Check Applicable Line)
__X__ Form filed by One Reporting
Person
____ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

2,641

D Â

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

SEC 1473 (7-02)

**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.**

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative

5. Ownership
Form of
Derivative
Security:

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â <u>(1)</u>	08/17/2008	Common Stock	1,525	\$ 19.41	D	Â
Stock Option (right to buy)	Â <u>(2)</u>	09/13/2009	Common Stock	1,550	\$ 19.25	D	Â
Stock Option (right to buy)	Â <u>(3)</u>	10/10/2010	Common Stock	1,900	\$ 21.5	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				Other
	Director	10% Owner	Officer		
Prajzner Edward J C/O TECHNITROL, INC. 1210 NORTHBROOK DRIVE, SUITE 470 TREVISO, PA 19053	Â	Â	Â Corp Contllr & Chief Attg Ofcr		Â

Signatures

Edward J.
Prajzner 05/10/2006

Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) This option is exercisable in four equal annual installments. The four installments became exercisable on 8/17/2002, 8/17/2003, 8/17/2004 and 8/17/2005.
- (2) This option is exercisable in four equal annual installments. The first, second and third installments became exercisable on 9/13/2003, 9/13/2004 and 9/13/2005. The fourth installment becomes exercisable on 9/13/2006.
- (3) This option is exercisable in four equal annual installments. The first and second installments became exercisable on 10/10/2004 and 10/10/2005. The third and fourth installments become exercisable on 10/10/2006 and 10/10/2007.
- 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.