## Edgar Filing: APOGEE TECHNOLOGY INC - Form 4

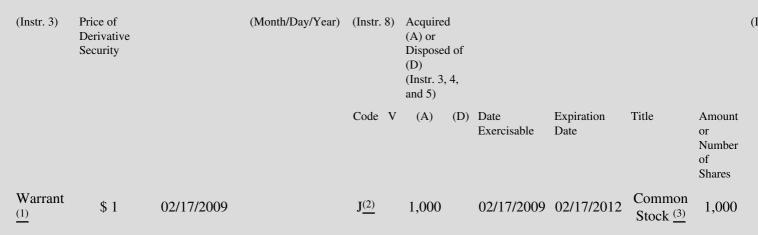
APOGEE TECHN Form 4 February 18, 2009		NC							
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Wa				<b>CURITIES AND EXCHANGE COMMISSION</b> Washington, D.C. 20549			N OMB Number:	3235-0287	
						urs per			
(Print or Type Respon	ises)								
1. Name and Address of Reporting Person <u>*</u> STEIN HERBERT M		2. Issuer Name <b>and</b> Ticker or Trading Symbol APOGEE TECHNOLOGY INC [ATCS]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (F	, ,	Middle)		of Earliest Tr Day/Year) 2009	ransaction		X Director X Officer (gi below)	ve title Oth below) esident and CEC	er (specify
·	(Street) 4. If Amendment, D Filed(Month/Day/Yea			-	al	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (S	State)	(Zip)	Tab	le I. New I	)	S		of on Donofisio	lle: Oriente d
1.Title of 2. Trar	nsaction Date h/Day/Year)	2A. Deeme Execution any	ed Date, if	3. Transactio Code (Instr. 8) Code V	4. Securit nAcquired Disposed (Instr. 3,	ies (A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect
Reminder: Report on a	a separate line	for each cla	ass of sect	urities benef	Perso inforr requi	ons who res nation cont red to resp ays a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	D
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	S

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## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
	Director	10% Owner	Officer	Other			
STEIN HERBERT M 71 FAIRLEE ROAD WABAN, MA 02468	Х	Х	President and CEO				
Signatures							

Herbert M. Stein	02/18/2009		
<u>**</u> 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) Right to Buy
- (2) Security is a three-year warrant to purchase one thousand (1,000) shares of Apogee common stock with an exercise price of \$1.00 per share, issued to Mr. Stein as additional consideration for a \$10,000 Promissory Note dated February 17, 2009.
- (3) Common Stock, \$.01 par value per share

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.