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COMPETITIVE TECHNOLOGIES INC

Form 4 May 02, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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January 31,

2005

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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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading FREED DONALD J Issuer Symbol COMPETITIVE TECHNOLOGIES (Check all applicable) INC [CTT] _X__ Director (Last) (First) (Middle) 3. Date of Earliest Transaction 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) C/O COMPETITIVE 04/27/2005 Executive Vice President & CTO TECHNOLOGIES, 1960 **BRONSON RD** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting FAIRFIELD, CT 06824 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 7. Nature of Indirect Security (Month/Day/Year) Execution Date, if Transactionr Disposed of (D) Securities Ownership (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned Direct (D) Ownership (Instr. 4) Following or Indirect Reported (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Code V (D) Price Amount Common 04/27/2005 S 1,000 D 2,000 D 9 9 7 9 5 stock Common 04/27/2005 S 1.000 D \$ 10.45 0 D stock Common 12,500 \$ 2.5 D 04/27/2005 M A 12,500 Stock (1) Common 04/27/2005 M 500 D \$ 9.55 12,000 D Stock 04/27/2005 M 4,000 D 8,000 D

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Common Stock					\$ 9.5037		
Common Stock	04/27/2005	M	2,000	D	\$ 9.56	6,000	D
Common Stock	04/27/2005	M	2,000	D	\$ 9.778	4,000	D
Common Stock	04/27/2005	M	2,000	D	\$ 9.91	2,000	D
Common Stock	04/27/2005	M	2,000	D	\$ 9.8825	0	D

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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option - Right to buy	\$ 2.5	04/27/2005		M		250	01/01/2004	01/01/2014	Common Stock	250
Stock Option - right to buy	\$ 2.5	04/27/2005		M		4,000	01/01/2004	01/01/2014	Common Stock	4,000
Stock Option - right to buy	\$ 2.5	04/27/2005		M		2,000	01/01/2004	01/01/2014	Common Stock	2,000
Stock Option -	\$ 2.5	04/27/2005		M		250	01/01/2005	01/01/2014	Common Stock	250

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right to buy								
Stock Option - right to buy	\$ 2.5	04/27/2005	M	2,000	01/01/2005	01/01/2014	Common Stock	2,000
Stock Option - right to buy	\$ 2.5	04/27/2005	M	2,000	01/01/2005	01/01/2014	Common Stock	2,000
Stock Option - right to buy	\$ 2.5	04/27/2005	M	2,000	01/01/2005	01/01/2014	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
. 0	Director	10% Owner	Officer	Other		
FREED DONALD J C/O COMPETITIVE TECHNOLOGIES 1960 BRONSON RD FAIRFIELD, CT 06824	X		Executive Vice President & CTO			

Signatures

Donald J. Freed	05/02/200		
**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) Shares acquired upon exercise of stock options.

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.

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