

UFP TECHNOLOGIES INC
 Form 4
 May 16, 2006

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
SHAW WILLIAM

(Last) (First) (Middle)

C/O UFP TECHNOLOGIES, INC., 172 EAST MAIN STREET

(Street)

GEORGETOWN, MA 01833

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

UFP TECHNOLOGIES INC [UFPT]

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

05/12/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

Chairman of the Board

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	05/12/2006		S		150 D \$ 6.15		D
Common Stock	05/12/2006		S		100 D \$ 6.14		D
Common Stock	05/12/2006		S		200 D \$ 6.13		D
Common Stock	05/12/2006		S		1,200 D \$ 6.12		D
Common Stock	05/12/2006		S		1,400 D \$ 6.11		D

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Common Stock	05/12/2006	S	100	D	\$ 6.1	339,774	D
Common Stock	05/12/2006	S	2,000	D	\$ 6.09	337,774	D
Common Stock	05/15/2006	S	3,000	D	\$ 7	334,774	D
Common Stock	05/15/2006	S	850	D	\$ 6.98	333,924	D
Common Stock	05/15/2006	S	3,500	D	\$ 6.84	330,424	D
Common Stock	05/15/2006	S	2,500	D	\$ 6.83	327,924	D
Common Stock	05/15/2006	S	1,000	D	\$ 6.81	326,924	D
Common Stock	05/15/2006	S	1,000	D	\$ 6.79	325,924	D
Common Stock	05/15/2006	S	2,000	D	\$ 6.75	323,924	D
Common Stock	05/15/2006	S	2,000	D	\$ 6.73	321,924	D
Common Stock	05/15/2006	S	1,000	D	\$ 6.72	320,924	D
Common Stock	05/15/2006	S	2,000	D	\$ 6.71	318,924	D
Common Stock	05/15/2006	S	1,000	D	\$ 6.65	317,924	D
Common Stock	05/15/2006	S	2,000	D	\$ 6.54	315,924	D
Common Stock	05/15/2006	S	2,000	D	\$ 6.5	313,924 ⁽¹⁾	D

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

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(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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
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Derivative Security	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Instr. 3 and 4)	Own Follo Repo Trans (Instr
	Code V (A) (D) Date Exercisable	Expiration Date	Title Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHAW WILLIAM C/O UFP TECHNOLOGIES, INC. 172 EAST MAIN STREET GEORGETOWN, MA 01833	X	X	Chairman of the Board	

Signatures

Patrick J. Kinney, Jr. as attorney-in-fact for William H. Shaw

 **Signature of Reporting Person

05/16/2006

 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 also holds 118,028 shares indirectly by trust.

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.