

AUGUST TECHNOLOGY CORP
 Form 4
 August 01, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
WATKINS CORY M

2. Issuer Name and Ticker or Trading Symbol
AUGUST TECHNOLOGY CORP [AUGT]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
4900 WEST 78TH STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/21/2005

____ Director
 Officer (give title below) _____ 10% Owner
 _____ Other (specify below)
Chief Technology Officer

BLOOMINGTON, MN 55435
 (City) (State) (Zip)

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

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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | | (A) or (D) | Amount | | Price |
| | | | | | | | |

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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. P... Der... |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|-------------------------|----------------------------------------------------------|---------------------------------------------------------------|----------------|
| | | | | | | | | |

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|-----------------------------|------------------------------|------------------|------------|-----------------------------------------------------------------|------|---|-----|-----|------------------|-----------------|--------------|----------------------------|
| Stock Option (right to buy) | \$ 2.37 | | | | | | | | 12/31/2004 | 12/31/2006 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 2.37 | | | | | | | | 12/31/2004 | 12/31/2006 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 6.15 | | | | | | | | <u>(1)</u> | 01/31/2007 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 10.44 | | | | | | | | <u>(2)</u> | 05/15/2007 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 13.24 | | | | | | | | 12/21/2004 | 07/12/2008 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 9.19 | | | | | | | | <u>(3)</u> | 10/05/2008 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 4.75 | | | | | | | | <u>(4)</u> | 10/25/2009 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 4.3 | | | | | | | | 12/19/2004 | 12/19/2009 | Common Stock | 0 |
| Stock Option (right to buy) | \$ 18.45 | | | | | | | | 02/06/2004 | 02/06/2014 | Common Stock | 0 |

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) Exercisable: 1,500 shares on January 31, 2004 and January 31, 2005.
- (2) Exercisable: 500 shares on May 15, 2004 and May 15, 2005.
- (3) Exercisable in three annual increments of 1,300 shares each beginning on October 5, 2004.
- (4) Exercisable in three annual increments of 2,000 shares each beginning October 25, 2004.
- (5) Exercisable in five annual increments of 2,000 shares beginning July 30, 2004.
- (6) Exercisable: 5,100 shares on December 30, 2004 and 4,950 shares on December 30, 2005 and December 30, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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