SMTC CORP Form 4 April 18, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

SECURITIES

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * Hoffrogge Steven G

(Middle) (Last) (First)

(Street)

635 HOOD ROAD

MARKHAM, A6 L3R 4N6

2. Issuer Name and Ticker or Trading

Symbol

SMTC CORP [SMTX]

3. Date of Earliest Transaction (Month/Day/Year) 03/12/2004

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

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

Senior VP Bus. Devel.

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) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8)

(Instr. 3, 4 and 5)

(A)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership Form: Direct (I) (Instr. 4)

7. Nature of Indirect (D) or Indirect Beneficial Ownership (Instr. 4)

Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number of **Transaction**Derivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A Disposed of (Instr. 3, 4, 5)	f (D)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option to Purchase Common Stock	\$ 0.8 (1) (2)	03/12/2004		A		150,000		<u>(4)</u>	03/12/2014	Common Stock, \$0.01 par value	150,00 (5)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Hoffrogge Steven G 635 HOOD ROAD

Senior VP Bus. Devel.

MARKHAM, A6 L3R 4N6

Signatures

/s/ Steven G. 04/18/2005 Hoffrogge

**Signature of Reporting Date
Person

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) Per share
- (2) The Company effected a one-for five reverse split of its Common Stock on October 4, 2004. Following the reverse stock split, the exercise price of each option is \$4.00 per share.
- (3) Following the reverse stock split, the Reporting Person is the beneficial owner of 30,000 options.
 - One-quarter of the options vested on March 12, 2005, and one-quarter of the options vest on March 12, 2006. Beginning on March 12,
- (4) 2006, the remaining one-half of the options vest in eight equal quarterly installments (the first of which vest on June 12, 2006), such that all of the options will be fully vested on March 12, 2008.
- (5) Following the reverse stock split, the options can be exercised for a total of 30,000 shares of Common Stock.
- (6) Following the reverse stock split, the Reporting Person is the beneficial owner of 32,000 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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