## Edgar Filing: KEY TECHNOLOGY INC - Form 4

KEY TECHN	NOLOGY INC	2										
Form 4												
September 10	0, 2008											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL			
<b>CUNIVI 4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287			
Check thi							Expires:	January 31,				
subject to	if no longer subject to STATEMENT OF CHANGES IN BENEFICL					CIA	LOW	NERSHIP OF	•	Estimated average		
Section 1	Section 16. SECURITIES							burden hours per				
Form 4 or						_			response	0.5		
Form 5 obligatior								ge Act of 1934,				
may conti See Instru 1(b).	inue. Section		) of the Inv	•	•			of 1935 or Section 40	on			
(Print or Type R	Responses)											
Locke Gary F Sy			Symbol	Name and				5. Relationship of Reporting Person(s) to Issuer				
			KEY TE	ECHNOL	OGY IN	C[K	TEC]	(Che	ck all applicable	e)		
(Last)		3. Date of Earliest Transaction										
		<b>X</b> 7	(Month/D	-				X_ Director Officer (give		b Owner er (specify		
	ECHNOLOG VERY STRE		09/08/20	)08				below)	below)	er (speeny		
	4. If Amer	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check					
WALLA W	ALLA, WA 9	9362	Filed(Mon	th/Day/Year)				Applicable Line) _X_ Form filed by Form filed by 1				
								Person				
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)		Transaction Date 2A. Deemed Ionth/Day/Year) Execution Date, if any (Month/Day/Year)			4. Securi onAcquirec Disposec (Instr. 3, Amount	l (A) o l of (D	)	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 Indirect Beneficial Ownership (Instr. 4)		
Common Stock	09/08/2008			A	558	$\begin{array}{c} (D) \\ A \\ \underline{(1)} \end{array}$	\$ 0	558	D			

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

Persons who respond to the collection of information contained in this form are not 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)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year)		7. Title Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Relationships **Reporting Owner Name / Address** Director 10% Owner Officer Other Locke Gary F C/O KEY TECHNOLOGY, INC. Х **150 AVERY STREET** WALLA WALLA, WA 99362 Signatures /s/ Gary F. Locke by Michele R. Walters, 09/10/2008 Attorney-in-Fact \*\*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).

Represents restricted stock award, the restrictions on which shall lapse on September 8, 2009 subject to continued service. (1)

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.