

BRAMSON EDWARD J
Form 4
August 25, 2005

FORM 4

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

OMB APPROVAL

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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 *
BRAMSON EDWARD J

2. Issuer Name and Ticker or Trading Symbol
AMPEX CORP /DE/ [AMPX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
135 EAST 57TH STREET

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/23/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
Chmn of the Board, Pres. & CEO

NEW YORK, NY 10022

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

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| Class A Common Stock | 08/23/2005 | | S ⁽¹⁾ | 300 D | \$ 33 212,468 ⁽²⁾ ⁽³⁾ | D | |
| Class A Common Stock | 08/23/2005 | | S ⁽¹⁾ | 40 D | \$ 33.04 212,468 ⁽²⁾ ⁽³⁾ | D | |
| Class A Common Stock | 08/23/2005 | | S ⁽¹⁾ | 160 D | \$ 33.07 212,468 ⁽²⁾ ⁽³⁾ | D | |
| Class A Common | 08/24/2005 | | S ⁽¹⁾ | 100 D | \$ 32.82 212,468 ⁽²⁾ ⁽³⁾ | D | |

Stock

| | | | | | | | |
|----------------------------|------------|------------------|-----|---|-------------|---------------------------------------|---|
| Class A Common Stock | 08/24/2005 | S ⁽¹⁾ | 104 | D | \$ 32.77 | 212,468 ⁽²⁾ ⁽³⁾ | D |
| Class A Common Stock | 08/24/2005 | S ⁽¹⁾ | 60 | D | \$ 32.78 | 212,468 ⁽²⁾ ⁽³⁾ | D |
| Class A Common Stock | 08/24/2005 | S ⁽¹⁾ | 70 | D | \$ 32.76 | 212,468 ⁽²⁾ ⁽³⁾ | D |
| Class A Common Stock | 08/24/2005 | S ⁽¹⁾ | 166 | D | \$ 32.75 | 212,468 ⁽²⁾ ⁽³⁾ | 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.

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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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | 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 |
| BRAMSON EDWARD J 135 EAST 57TH STREET NEW YORK, NY 10022 | X | X | Chmn of the Board, Pres. & CEO | |

Signatures

Edward J.
Bramson

08/24/2005

__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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 24, 2005.
In addition to the 212,468 shares reported above as directly owned, Mr. Bramson may be deemed to be the beneficial owner of a total of 76,625 shares held indirectly through the following entities: 20,000 shares owned by Second Jeffson Corporation ("SJC"); 1,698 shares
(2) owned by Sherborne and Company Incorporated ("SCI")(Mr. Bramson is the controlling stockholder of SJC and SCI); 48,959 shares owned by Sherborne Holdings Incorporated ("SHI"), a subsidiary of Newhill Partners, L.P. (of which SCI is the general partner); and 5,968 shares owned by NH Bond Corp., a subsidiary of SHI.
 - (3) The Form 4 previously filed by the reporting person incorrectly included an additional 500 shares in the total number of shares beneficially owned following the reported transactions.

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.