GARRETTSON GARRETT A

Form 4 May 02, 2013

FORM 4

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

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 * **GARRETTSON GARRETT A**

(First) (Middle) (Last)

(State)

PO BOX 157

(City)

(Instr. 3)

(Street)

2. Issuer Name and Ticker or Trading

GIGA TRONICS INC [GIGA]

Symbol

3. Date of Earliest Transaction

(Month/Day/Year) 04/24/2013

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB

Number:

Expires:

response...

Estimated average

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OMB APPROVAL

3235-0287

January 31,

2005

0.5

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

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ 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

PEBBLE BEACH, CA 93953

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if

(Month/Day/Year)

(Zip)

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

(Instr. 3, 4 and 5)

Code V Amount (D) Price

5. Amount of Securities Beneficially Owned Following Reported Transaction(s)

(Instr. 3 and 4)

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

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

(A)

or

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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 (Instr. 3)

Conversion or Exercise Price of

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

Execution Date, if (Month/Day/Year)

5. Number of 4 TransactionDerivative Code Securities (Instr. 8) Acquired (A)

6. Date Exercisable and Expiration Date

Underlying (Month/Day/Year) (Instr. 3 and

7. Title and

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	Security		(Instr. and 5)			, , ,				
				Code V	/ (A)	(D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (Right to buy)	\$ 1.53	04/24/2013	04/24/2014	A	27,000		04/24/2014(1)	04/24/2023(1)	Common Stock	
Restricted Share Award	<u>(2)</u>	04/24/2013	04/24/2014	A	19,500		04/24/2014	(3)	Common Stock	

or Disposed of

(D)

Reporting Owners

Derivative

Security

Reporting Owner Name / Address	Relationships					
rioporomg o whor runne / runne o	Director	10% Owner	Officer	Other		
GARRETTSON GARRETT A PO BOX 157 PEBBLE BEACH, CA 93953	X					

Signatures

Agreement

/s/ Frank
Romejko

**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 option becomes exercisable in five equal installments of 20% annually beginning April 24, 2014 until fully vested and will expire on April 24, 2023.
- (2) This is an award of shares to be granted on a restricted basis, not an option to buy, there is no exercise price or conversion.
- (3) This is an award of shares to be granted in 2014, there is no expiration date.

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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