

ONEIL DAVID A
Form 4
September 21, 2018

FORM 4

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

OMB APPROVAL

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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 *
ONEIL DAVID A

2. Issuer Name and Ticker or Trading Symbol
ESPEY MFG & ELECTRONICS CORP [ESP]

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

(Last) (First) (Middle)
14 BRIDGET CIRCLE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
09/19/2018

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive VP/CFO/Director

COHOES, NY 12047

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock - \$.33 1/3 par value				(A) or (D)	Price		
Common Stock - \$.33 1/3 par value	09/19/2018		M	222	A \$ 17.09	10,222	D
Common Stock - \$.33 1/3 par value	09/19/2018		S	100	D \$ 31.5	10,122	D
						14,743	I ESOP Trust ⁽¹⁾

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Common Stock - \$0.33 1/3 par value	09/19/2018	S	100	D	\$ 31.55	10,022	D
Common Stock - \$0.33 1/3 par value	09/19/2018	S	15	D	\$ 31.7	10,007	D
Common Stock - \$0.33 1/3 par value	09/19/2018	S	7	D	\$ 31.52	10,000	D
Common Stock - \$0.33 1/3 par value	09/20/2018	M	1,778	A	\$ 17.09	11,778	D
Common Stock - \$0.33 1/3 par value	09/20/2018	S	1,778	D	\$ 32.1188	10,000	D

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

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(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)	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. P... Der... Sec... (Ins...		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	\$ 17.09	09/19/2018		M	222	02/19/2011 02/19/2019	Common Stock	222	\$	
Stock Option	\$ 17.09	09/20/2018		M	778	02/19/2011 02/19/2019	Common Stock	1,778	\$	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ONEIL DAVID A 14 BRIDGET CIRCLE COHOES, NY 12047	X		Executive VP/CFO/Director	

Signatures

/s/ David O'Neil 09/19/2018

__Signature of Date
Reporting 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) Since the date of the reporting person's last ownership report, the reporting person received an allocation of 528 shares

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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