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GREENMAN TECHNOLOGIES INC

Form 5

October 13, 2005

OMB APPROVAL FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES 1.0 response... may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer KAHN ALLEN Symbol **GREENMAN TECHNOLOGIES** (Check all applicable) INC [GRN] 3. Statement for Issuer's Fiscal Year Ended (Last) (First) (Middle) _X_ Director _X__ 10% Owner Officer (give title Other (specify (Month/Day/Year) below) below) 09/30/2005 C/O GREENMAN TECHNOLOGIES, INC., Â 7 KIMBALL LANE (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) LYNNFIELD, MAÂ 01940 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting (State) (City) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Acquired (A) or Securities Form: Direct Indirect (Instr. 3) Disposed of (D) Beneficially Beneficial Code (D) or (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned at end Indirect (I) Ownership of Issuer's (Instr. 4) (Instr. 4) (A) Fiscal Year or (Instr. 3 and 4) Amount (D) Price Common Â Â Â Â Â Â Â 3,260,937 D Stock Persons who respond to the collection of information Reminder: Report on a separate line for each class of **SEC 2270** securities beneficially owned directly or indirectly. contained in this form are not required to respond unless (9-02)

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)	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 Underlying Securitie (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amou Numb Shares
Common Stock Purchase Option	\$ 1.24	03/18/2005	03/18/2005	E	60,000	Â	(1)	(2)	Common Stock	60,0
Common Stock Purchase Option	\$ 0.51	06/15/2005	06/15/2005	A	2,000	Â	06/15/2005	06/15/2015	common stock	2,00
Common Stock Purchase Options	Â	Â	Â	Â	Â	Â	(3)	(3)	Common Stock	181,:

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
KAHN ALLEN C/O GREENMAN TECHNOLOGIES, INC. 7 KIMBALL LANE LYNNFIELD, MA 01940	ÂX	ÂX	Â	Â			

Signatures

/s/ Charles E. Coppa, attorney in fact 10/13/2005

**Signature of Reporting Person Da

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 stock options had a 10 year term and vested equally over a 5 year term from date of grant.
- (2) Stock option plan was terminated March 18, 2005
- (3) 165,033 options have a 5 year term from date of grant and are immediately exercisable. 14,000 options have 10 year term and are immediately exercisable with the balance exercisable at \$1.80 with a 10 year term and 5 year vesting period.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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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