

WALKER ROBERT H
Form 4
August 18, 2009

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 *
WALKER ROBERT H

2. Issuer Name and Ticker or Trading Symbol
TEL INSTRUMENT
ELECTRONICS CORP [TIK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
08/06/2009

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

728 GARDEN STREET

(Street)

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

CARLSTADT, NJ 07072

(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)
			Code	V	Amount or Price		
Common Stock	08/13/2004		M		500 A \$ 2.75	48,553	D
Common Stock	08/31/2004		M		500 A \$ 3.5	49,053	D

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

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SEC 1474 (9-02)

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 5.05	08/06/2009		A		500		08/06/2010	08/06/2014	Common Stock	500
Stock Option Exercise	\$ 2.75	08/13/2004		M		500		08/13/2005	08/13/2009	Common Stock	500
Stock Option Exercise	\$ 3.5	08/31/2004		M		500		08/31/2005	08/31/2009	Common Stock	500
Stock Option	\$ 3.7	05/15/2004		D		500		05/15/2005	05/15/2009	Common Stock	500
Stock Option	\$ 3.19	05/19/2004		D		1,000		05/19/2005	05/19/2009	Common Stock	1,000
Stock Option	\$ 3.49	06/01/2004		D		500		06/01/2005	06/01/2009	Common Stock	500
Stock Option	\$ 3.6	06/22/2004		D		500		06/22/2005	06/22/2009	Common Stock	500
Stock Option	\$ 3.6	07/07/2004		D		1,000		07/07/2005	07/07/2009	Common Stock	1,000
Stock Option (right to buy)	\$ 5.12	08/12/2009		A		500		08/12/2010	08/12/2014	Common Stock	500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WALKER ROBERT H 728 GARDEN STREET	X			

CARLSTADT, NJ 07072

Signatures

Joseph P. Macaluso, By Power of
Attorney

08/12/2009

__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).

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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