### **ESCO TECHNOLOGIES INC**

Form 4

November 16, 2012

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

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Form 5 obligations may continue.

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and A BARCLAY	2. Issuer Name and Ticker or Trading Symbol ESCO TECHNOLOGIES INC [ESE]					5. Relationship of Reporting Person(s) to Issuer				
(Last)  C/O ESCO A CLAYTO	3. Date of Earliest Transaction (Month/Day/Year) 11/14/2012					(Check all applicable)  Director 10% OwnerX_ Officer (give title Other (specify below)  Sr VP, Secretary & Gen Coun				
ST. LOUIS,	4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative :	Securi	ities Acqu	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	r) Executio any	med n Date, if Day/Year)	3. Transactic Code (Instr. 8)	4. Securition(A) or Dia (Instr. 3, 4)	sposed	of (D)	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	11/14/2012			S	800	D	\$ 38.78 (1)	133,086	D	
Common Stock	11/15/2012			S	19,200	D	\$ 34.51 (2)	113,886	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

	1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerci	isable and	7. Title	e and	8. Price of	9
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Date		Amount of		Derivative	1
	Security	or Exercise		any	Code	of	(Month/Day/Y	(ear)	Underl	lying	Security	5
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative			Securities		(Instr. 5)	]
		Derivative				Securities			(Instr.	3 and 4)		(
		Security				Acquired						1
						(A) or						1
						Disposed						-
						of (D)						(
						(Instr. 3,						
						4, and 5)						
										A		
										Amount		
						Date	Expiration		or Namel			
							Exercisable Date	Date		Number		
					C 1 17	(A) (D)		of				
					Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BARCLAY ALYSON S C/O ESCO TECHNOLOGIES 9900 A CLAYTON ROAD ST. LOUIS, MO 63124

Sr VP, Secretary & Gen Coun

## **Signatures**

J. D. Fisher, Attorney-in-fact

\*\*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).
- Weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.75 to \$35.80, inclusive. The reporting person will provide, upon request of the Commission staff, the Issuer, or any security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- Weighted average price. These shares were sold in multiple transactions at prices ranging from \$34.40 to \$34.79, inclusive. The reporting (2) person will provide, upon request of the Commission staff, the Issuer, or any security holder of the Issuer, full information regarding the number of shares sold at each separate price.

#### **Remarks:**

Power of Attorney on file.

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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