

NOZKO HENRY W JR
Form 5
February 01, 2005

FORM 5

OMB APPROVAL

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

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
NOZKO HENRY W JR

2. Issuer Name and Ticker or Trading Symbol
ACMAT CORP [ACMTA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2004

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

124 STONER DRIVE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

WEST HARTFORD, CT 06107

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	12/29/2004	^	G	1,000	A	\$ 9.56	180,099	D	^
Class A Stock	^	^	^	^	^	^	110,374	D	^
Class A Stock	^	^	^	^	^	^	400 ⁽²⁾	I	Spouse
Common Stock	^	^	^	^	^	^	10,100 ⁽²⁾	I	Spouse

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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)	Amount or Number of Shares
					(A)	(D)	Date Exercisable	Expiration Date		
Option right to buy	\$ 7.25	Â	Â	Â	Â	Â	12/26/1997	07/22/2006	ACMTA	26,000
Option right to buy	\$ 7.25	Â	Â	Â	Â	Â	06/14/2001	12/14/2010	ACMTA	10,000
Option right to buy	\$ 12.22	Â	Â	Â	Â	Â	09/14/2004	03/15/2014	ACMTA	7,000
Option right to buy	\$ 11.4	Â	Â	Â	Â	Â	09/15/2004	03/15/2014	ACMT.OB	20,000 <u>(3)</u>
Option right to buy	\$ 9	Â	Â	Â	Â	Â	01/20/2002	06/20/2012	ACMTA	65,500 <u>(1)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NOZKO HENRY W JR 124 STONER DRIVE WEST HARTFORD,Â CTÂ 06107	Â X	Â X	Â President	Â

Signatures

Henry W.
Nozko, Jr.

02/01/2005

__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) 50,000 of these options vest at the rate of 5,000 per year
- (2) I disclaim beneficial ownership of these shares owned by my wife, Gloria Nozko
- (3) These options vest at the rate of 4,000 per year.

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.