

BALLANTYNE OF OMAHA INC
Form 4
April 25, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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

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

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(Print or Type Responses)

1. Name and Address of Reporting Person
BOEGNER RAY

2. Issuer Name and Ticker or Trading Symbol
BALLANTYNE OF OMAHA INC [BTN]

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

(Last) (First) (Middle) (Street) (City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
04/21/2005
4. If Amendment, Date Original Filed(Month/Day/Year)

Director 10% Owner
[X] Officer (give title below) Other (specify below)
Senior Vice President
6. Individual or Joint/Group Filing(Check Applicable Line)
[X] Form filed by One Reporting Person
Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Table with 7 columns: 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)

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|                         |            |   |       |   |         |        |   |
|-------------------------|------------|---|-------|---|---------|--------|---|
| Common Stock <u>(1)</u> | 04/21/2005 | S | 2,700 | D | \$ 4.05 | 10,144 | D |
| Common Stock <u>(1)</u> | 04/21/2005 | S | 900   | D | \$ 4.06 | 9,244  | D |
| Common Stock <u>(1)</u> | 04/21/2005 | S | 800   | D | \$ 4.07 | 8,444  | D |
| Common Stock <u>(1)</u> | 04/21/2005 | S | 500   | D | \$ 4.08 | 7,944  | D |
| Common Stock <u>(1)</u> | 04/21/2005 | S | 400   | D | \$ 4.15 | 7,544  | D |
| Common Stock <u>(1)</u> | 04/21/2005 | S | 100   | D | \$ 4.19 | 7,444  | D |
| Common Stock <u>(1)</u> | 04/22/2005 | M | 8,825 | A | \$ 2.5  | 16,269 | D |
| Common Stock <u>(1)</u> | 04/22/2005 | S | 8,825 | D | \$ 4.03 | 7,444  | D |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title   | Amount or Number of Shares |
| Stock Option(Right to Buy) <u>(1)</u>      | \$ 2.5   | 04/21/2005                           |  | M                              | 8,500   | 09/06/1995 09/06/2005                                    | Common Stock  | 8,500                      |
| Stock Option(Right to Buy) <u>(1)</u>      | \$ 2.5   | 04/22/2005                           |  | M                              | 8,825   | 09/06/1995 09/06/2005                                    | Common Stock  | 8,825                      |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |           |         |                       |
|--------------------------------|---------------|-----------|---------|-----------------------|
|                                | Director      | 10% Owner | Officer | Other                 |
| BOEGNER RAY                    |               |           |         | Senior Vice President |

## Signatures

/s/ Ray Boegner                      04/25/2005

\_\_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) All transactions on this Form 4 were made pursuant to a stock trading plan, dated January 20, 2005 established pursuant to Rule 10b5-1.

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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