#### CRITICAL THERAPEUTICS INC

Form 4

November 02, 2005

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**OMB APPROVAL** 

**OMB** 3235-0287 Number: January 31, Expires:

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Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Washington, D.C. 20549

Form 4 or Form 5 obligations may continue. See Instruction

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)

1. Name and Address of Reporting Person \* Phillips Trevor

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

CRITICAL THERAPEUTICS INC [CRTX]

(Check all applicable)

(Last) (First) (Middle)

(Month/Day/Year) 11/02/2005

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

C/O CRITICAL THERAPEUTICS.

COO and SVP of Operations

INC., 60 WESTVIEW STREET (Street)

4. If Amendment, Date Original

3. Date of Earliest Transaction

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

LEXINGTON, MA 02421

(City)	(State) (Z	Zip) Table	I - Non-Do	erivative S	Securi	ties Acq	quired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired ion(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	11/02/2005		S(1)	3,600	D	\$ 6.58	8,344	D	
Common Stock	11/02/2005		S <u>(1)</u>	200	D	\$ 6.6	8,144	D	
Common Stock	11/02/2005		S <u>(1)</u>	1,000	D	\$ 6.56	7,144	D	
Common Stock	11/02/2005		S(1)	101	D	\$ 6.51	7,043	D	
Common Stock	11/02/2005		S(1)	99	D	\$ 6.54	6,944	D	

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Common Stock 3,200 I By children  $\frac{(2)}{2}$ 

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.

SEC 1474

(9-02)

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title a	nd	8. Price of	9. Nu
e Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amount of	of	Derivative	Deriv
or Exercise		any	Code	of	(Month/Day/	/Year)	Underlyii	ng	Security	Secui
Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securities	S	(Instr. 5)	Bene
Derivative				Securities	3		(Instr. 3 a	and 4)		Own
Security				Acquired						Follo
				(A) or						Repo
				Disposed						Trans
				of (D)						(Instr
				(Instr. 3,						
				4, and 5)						
							Λ,	mount		
					Date Exercisable	•	Title Numb			
			Code V	(A) (D)						
	e Conversion or Exercise Price of Derivative	e Conversion (Month/Day/Year) or Exercise Price of Derivative	e Conversion (Month/Day/Year) Execution Date, if or Exercise any Price of (Month/Day/Year) Derivative	e Conversion (Month/Day/Year) Execution Date, if Transaction or Exercise any Code Price of (Month/Day/Year) (Instr. 8) Derivative Security	Conversion (Month/Day/Year) Execution Date, if TransactionNumber or Exercise any Code of Price of (Month/Day/Year) (Instr. 8) Derivative Security Acquired (A) or Disposed of (D) (Instr. 3,	Conversion (Month/Day/Year) Execution Date, if or Exercise any Code of (Month/Day/Pear) Expiration Date, if any Code of (Month/Day/Pear) Expiration Date any Code of (Month/Day/Pear) Expiration Date Expiration Date Expiration Date Expiration Date any Code of (Month/Day/Pear) Expiration Date Expiration Date any Code of (Month/Day/Pear) Expiration Date Expiration Date any Code of (Month/Day/Pear) Date Expiration Date any Code of (Month/Day/Pear) Expiration Date any Code of (Month/Day/Pear) Date Expiration Date Expiration Date any Code of (Month/Day/Pear) Date Expiration Date Expiration Date any Code of (Month/Day/Pear) Date Expiration Date Expiration Date any Code of (Month/Day/Pear) Date Expiration Date Expiration Date any Code of (Month/Day/Pear) Date Expiration Date Expiration Date any Code of (Month/Day/Pear) Date Expiration Date Expiration Date any Code of (Month/Day/Pear) Date Expiration Date any Code of (Month/Day/Pear) Date Expiration Date Expiration Date any Code of (Month/Day/Pear) Date Expiration Date Expiration Date any Code of (Month/Day/Pear) Date Expiration Date Date Expiration Date Date Date Date Date Date Date Date	Conversion (Month/Day/Year) Execution Date, if TransactionNumber Expiration Date or Exercise any Code of (Month/Day/Year) Price of (Month/Day/Year) (Instr. 8) Derivative Security Securities  Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Expiration Date  Expiration Date  any Code of (Month/Day/Year)  (Month/Day/Year)  Execution Date, if TransactionNumber Expiration Date  (Month/Day/Year)  (Instr. 8) Derivative  Securities  Acquired  (A) or  Disposed of (D)  (Instr. 3, 4, and 5)	Conversion (Month/Day/Year) Execution Date, if or Exercise any Code of (Month/Day/Year) Underlying Price of (Month/Day/Year) (Instr. 8) Derivative Securities (Instr. 3) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Expiration Date Amount Underlying Securities (Instr. 3) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Conversion or Exercise any Code of (Month/Day/Year) Underlying Securities  Price of Derivative Security  Month/Day/Year)  Securities  Amount of (Month/Day/Year)  Securities  Securities  Acquired  (A) or  Disposed of (D)  (Instr. 3, 4, and 5)  Date Expiration Date  Amount of (Month/Day/Year)  Underlying Securities  (Instr. 3 and 4)  Amount of (Month/Day/Year)  Underlying Securities  Securities  Figure 1 and 1 and 2 and 3 and 4 and 5 an	Conversion or Exercise Price of Oberivative Security  Derivative Security  Security  Code of (Month/Day/Year) (Instr. 8) Derivative Securities  Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Exercisable Date (Expiration Date any (Month/Day/Year) (Instr. 3) Amount of Oberivative Security (Instr. 5) Derivative Securities (Instr. 5) Derivative Securities  Amount of Derivative Security (Instr. 5) Securities (Instr. 3 and 4)  Date Expiration Date (Expiration Date any (Instr. 5) Derivative Securities (Instr. 5)  Amount or Title Number of

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
<b>2</b>	Director	10% Owner	Officer	Other			
Phillips Trevor C/O CRITICAL THERAPEUTICS, INC. 60 WESTVIEW STREET LEXINGTON, MA 02421			COO and SVP of Operations				

## **Signatures**

/s/ Trevor
Phillips

\*\*Signature of Reporting Person

11/02/2005

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) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 9, 2005.

**(2)** 

Reporting Owners 2

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Represents shares held by the children of the reporting person who share the reporting person's household. The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein. This report should not be deemed an admission that the reporting person is the beneficial owner of these shares for purposes of Section 16 or for any other purpose.

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.