

KRUEGER LORIN E  
Form 4  
October 30, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
KRUEGER LORIN E

2. Issuer Name and Ticker or Trading Symbol  
WINLAND ELECTRONICS INC  
[WEX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
1950 EXCEL DRIVE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
10/27/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President, CEO and Secretary

MANKATO, MN 56001

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

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	08/04/2006		G	3,390 D \$ 0	209,776	D	
Common Stock	10/27/2006		M	11,000 D \$ 0.8636	220,776	D	
Common Stock	10/27/2006		S <sup>(1)</sup>	11,000 D \$ 4	209,776	D	
Common Stock					880	I	By wife
Common Stock	08/04/2006		G	3,390 A \$ 0	3,390	I	By daughter

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Common Stock      10/27/2006      S<sup>(2)</sup>      3,390      D      \$ 4      0      I      By daughter

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)

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)	\$ 0.8636	10/27/2006		M	11,000	03/01/2002      03/01/2007	Common Stock      11,000
Stock Option (right to buy)	\$ 2.8727					10/24/2003      10/24/2008	Common Stock      11,000
Stock Option (right to buy)	\$ 4.14					01/03/2005      01/03/2010	Common Stock      11,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KRUEGER LORIN E 1950 EXCEL DRIVE MANKATO, MN 56001	X		President, CEO and Secretary	

## Signatures

/s/ Diane Heney as Agent-in-Fact for Lorin E. Krueger pursuant to Power of Attorney  
previously filed

10/30/2006

\_\_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) Sale effected pursuant to a Rule 10b5-1 trading plan adopted by Mr. Krueger on August 9, 2006.

(2) Sale effected pursuant to a Rule 10b501 trading plan adopted by Mr. Krueger's daughter on August 9, 2006.

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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