

EQUUS II INC
Form 4
July 05, 2005

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Williams Edward E

(Last) (First) (Middle)

7602 WILTON PARK DRIVE

(Street)

SPRING, TX 77379

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
EQUUS II INC [EQS]

3. Date of Earliest Transaction
(Month/Day/Year)
06/30/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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

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	06/30/2005		M		2,200	A	\$ 7.43
Common Stock	06/30/2005		M		2,200	A	\$ 7.72
Common Stock	06/30/2005		M		2,200	A	\$ 7.8
Common Stock	06/30/2005		S		2,200	D	\$ 8.38
Common Stock	06/30/2005		S		2,200	D	\$ 8.38
	06/30/2005		S		2,200	D	

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Common Stock \$ 8.38

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

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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)	8. Amount or Number of Shares
Incentive Stock Options (right to buy)	\$ 7.43	06/30/2005		M	2,200	11/12/2003 05/12/2003	Common Stock	2,200
Incentive Stock Options (right to buy)	\$ 7.72	06/30/2005		M	2,200	11/07/2004 05/12/2014	Common Stock	2,200
Incentive Stock Options (right to buy)	\$ 7.8	06/30/2005		M	2,200	11/07/2002 05/07/2012	Common Stock	2,200
Incentive Stock Options (right to buy)	\$ 14.15	06/30/2005		<u>J(1)</u>	2,200	11/07/1999 05/07/2009	Common Stock	2,200
Incentive Stock Options	\$ 21.82	06/30/2005		<u>J(1)</u>	5,500	05/05/1998 11/04/2007	Common Stock	5,500

Incentive Stock Options	\$ 24.94	06/30/2005	<u>J</u> (1)	2,200	11/14/1998	05/14/2008	Common Stock	2,200
Incentive Stock Options (right to buy)	\$ 8.45	06/30/2005	<u>J</u> (1)	2,200	11/04/2001	05/04/2010	Common Stock	2,200
Incentive Stock Options	\$ 9.03	06/30/2005	<u>J</u> (1)	2,200	11/10/2000	05/10/2010	Common Stock	2,200

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Williams Edward E 7602 WILTON PARK DRIVE SPRING, TX 77379			X	

Signatures

Phil Walters 07/05/2005

 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) Cancel stock options.

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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