

# SECURITIES AND EXCHANGE COMMISSION

## FORM 5

Annual statement of changes in beneficial ownership of securities

Filing Date: **2005-05-02** | Period of Report: **2005-03-26**

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### ISSUER

#### TRANSCAT INC

CIK: **99302** | IRS No.: **160874418** | State of Incorporation: **OH** | Fiscal Year End: **0327**  
SIC: **3825** Instruments for meas & testing of electricity & elec signals

Mailing Address  
35 VANTAGE POINT DRIVE  
ROCHESTER NY 14624

Business Address  
35 VANTAGE POINT DRIVE  
ROCHESTER NY 14624  
5853527777

### REPORTING OWNER

#### HADEED CHARLES P

CIK: **1231779**  
Type: **5** | Act: **34** | File No.: **000-03905** | Film No.: **05791405**

Mailing Address  
35 VANTAGE POINT DRIVE  
ROCHESTER NY 14624

# FORM 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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Estimated average burden  
hours per response 1.0

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

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 <b>HADEED CHARLES P</b>			2. Issuer Name and Ticker or Trading Symbol <b>TRANSCAT INC [TRNS]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>COO, VP-Finance and CFO</b>		
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <b>03/26/2005</b>					
C/O TRANSCAT, INC., 35 VANTAGE POINT DRIVE			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Reporting (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) <b>ROCHESTER, NY 14624</b>								
(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 Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock, \$.50 par value	11/25/2004		G	900	D	\$ 0	29,178 <sup>(1)</sup>	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date					
Stock Option (Right to Buy)	\$1						(2)	04/29/2007	Common Stock, \$.50 par value	50,000 <sup>(2)</sup>	50,000 <sup>(2)</sup>	D	
Stock Option (Right to Buy)	\$2.2						(3)	10/27/2013	Common Stock, \$.50 par value	20,000 <sup>(3)</sup>	20,000 <sup>(3)</sup>	D	
Stock Option	\$2.89						(4)	10/17/2014	Common Stock,	20,000 <sup>(4)</sup>	20,000 <sup>(4)</sup>	D	

