

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

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

WINLAND ELECTRONICS INC

CIK: **749935** | IRS No.: **410992135** | State of Incorporation: **MN** | Fiscal Year End: **1231**
SIC: **3823** Industrial instruments for measurement, display, and control

Mailing Address
1950 EXCEL DRIVE
MANKATO MN 56001

Business Address
1950 EXCEL DR
MANKATO MN 56001
5076257231

REPORTING OWNER

KRUEGER LORIN E

CIK: **908514**
Type: **4** | Act: **34** | File No.: **001-15637** | Film No.: **05790773**

Business Address
1950 EXCEL DRIVE
MANKATO MN 56001
5076257231

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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 KRUEGER LORINE E			2. Issuer Name and Ticker or Trading Symbol WINLAND ELECTRONICS INC [WEX]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title <input type="checkbox"/> Other (specify below) President, CEO and Secretary		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/02/2005			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
1950 EXCEL DRIVE			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street)			MANKATO, MN 56001					
(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	05/02/2005		S	(L)	2,500	D	\$4.6	238,666	D	
Common Stock	05/02/2005		S	(L)	1,500	D	\$4.7	237,166	D	
Common Stock								880	I	By wife
Common Stock								2,490	I	By daughter

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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Stock Option (right to buy)	\$0.8636							03/01/2002	03/01/2007	Common Stock	0	11,000	D	

Stock Option (right to buy)	\$2.8727						10/24/2003	10/24/2008	Common Stock	0		11,000	D	
Stock Option (right to buy)	\$4.14						01/03/2005	01/03/2010	Common Stock	0		11,000	D	

Explanation of Responses:

1. Sale effected pursuant to a Rule 10b5-1 trading plan adopted by Mr. Krueger on February 28, 2005.

Signatures

[Robert K. Ranum as Agent-in-Fact for Lorin E. Krueger pursuant to Power of Attorney previously filed](#)

[05/02/2005](#)

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.