

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4/A

Statement of changes in beneficial ownership of securities [amend]

Filing Date: **2013-01-09** | Period of Report: **2010-11-03**  
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### REPORTING OWNER

#### **DEZWIREK PHILLIP**

CIK: **897715**

Type: **4/A** | Act: **34** | File No.: **001-35214** | Film No.: **13521032**

Mailing Address  
2300 YONGE STREET, P.O.  
BOX 2408  
SUITE 1710  
TORONTO A6 M4P 1E4

### ISSUER

#### **API Technologies Corp.**

CIK: **1081078** | IRS No.: **980200798** | State of Incorporation: **DE** | Fiscal Year End: **1130**  
SIC: **3674** Semiconductors & related devices

Mailing Address	Business Address
4705 S. APOPKA VINELAND ROAD, SUITE 210 ORLANDO FL 32819	4705 S. APOPKA VINELAND ROAD, SUITE 210 ORLANDO FL 32819 855-294-3800

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

OMB Number: 3235-0287  
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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 <b>DEZWIREK PHILLIP</b>			2. Issuer Name and Ticker or Trading Symbol <b>API Technologies Corp. [ATNY]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director _____ 10% Owner ____ Officer (give title below) <u> X </u> Other (specify below) <b>See Remarks</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>11/03/2010</b>					
2300 YONGE STREET, SUITE 1710			4. If Amendment, Date Original Filed(Month/Day/Year) <b>11/08/2010</b>			6. Individual or Joint/Group Filing (Check applicable line) <u> X </u> Form Filed by One Reporting Person ____ Form Filed by More than One Reporting Person		
(Street) <b>TORONTO, A6 M4P 1E4</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 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	11/03/2010		P		1,250	A	\$3.8	51,249 <sup>(1)</sup>	D	
Common Stock	11/05/2010		P		1,250	A	\$3.88	52,499 <sup>(1)</sup>	D	
Common Stock								519,032 <sup>(1)</sup>	I	By Icarus Investment Corp. <sup>(2)</sup>
Common Stock								16,667 <sup>(1)</sup>	I	By spouse
Common Stock								13,333 <sup>(1)</sup>	I	Retirement account of which spouse is beneficiary

**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)
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