

HOOK THOMAS J
Form 4
February 15, 2005

FORM 4

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

OMB APPROVAL

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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 *
HOOK THOMAS J

2. Issuer Name and Ticker or Trading Symbol
WILSON GREATBATCH
TECHNOLOGIES INC [GB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
9645 WEHRLE DRIVE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/11/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive VP & COO

CLARENCE, NY 14031

(City) (State) (Zip)

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common stock | 02/11/2005 | | A | V | 7,000 <u>(1)</u> | A | \$ 16.99 |
| | | | | | 12,000 | D | |

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)

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| 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee stock options (right to buy) | \$ 16.7 | 09/01/2004 | | A | 7,800 | 12/31/2000 ⁽²⁾ 09/01/2014 | Common | 7,800 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--|---|
| HOOK THOMAS J 9645 WEHRLE DRIVE CLARENCE, NY 14031 | Director 10% Owner Officer Executive VP & COO Other |

Signatures

Thomas J. Hook 02/14/2005

 **Signature of Date
Reporting Person

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) Grant of restricted stock pursuant to issuer's 2005 Stock Incentive Plan consisting of 7,000 shares of restricted stock vesting on the earlier to occur of (1) the date of filing with the Securities and Exchange Commission of the Company's audited financial statements relating to the first year in which the Company's diluted Earnings Per Share ("EPS") exceeds \$2.88 per share, or (2) the seventh anniversary of the date of the grant. The grant of restricted stock is subject to the approval by the shareholders of the 2005 Stock Incentive Plan.

(2) On September 1, 2004, the reporting person was granted an option to purchase 50,000 shares of common stock. The option vests in partial installments beginning December 31, 2004, subject to satisfaction of certain performance criteria by the issuer. The performance criteria for 7,800 shares has been met resulting in the vesting of those shares subject to possible recalculation.

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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