

CECO ENVIRONMENTAL CORP
 Form 4
 October 31, 2013

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 *
 Harvey Sandler Revocable Trust

2. Issuer Name and Ticker or Trading Symbol
 CECO ENVIRONMENTAL CORP
 [CECE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 10/29/2013

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

21170 N.E. 22ND COURT

(Street)

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

NORTH MIAMI BEACH, FL 33180

(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 | (D) | Price | | | |
| Common Stock | 10/29/2013 | | S | | 4,500 | D | \$ 18.19 | 1,987,403 | I | By The Harvey and Phyllis Sandler Foundation, Inc. |
| Common Stock | 10/29/2013 | | S | | 6,500 | D | \$ 18.2 | 1,980,903 | I | By The Harvey and Phyllis Sandler Foundation, Inc. |

| | | | | | | | | | |
|--------------|------------|--|---|-------|---|----------|-----------|---|--|
| Common Stock | 10/29/2013 | | S | 5,500 | D | \$ 18.23 | 1,975,403 | I | By The Harvey and Phyllis Sandler Foundation, Inc. |
| Common Stock | 10/29/2013 | | S | 2,807 | D | \$ 18.23 | 1,972,596 | I | By The Harvey and Phyllis Sandler Foundation, Inc. |
| Common Stock | 10/29/2013 | | S | 9,000 | D | \$ 18.24 | 1,963,596 | I | By The Harvey and Phyllis Sandler Foundation, Inc. |
| Common Stock | 10/29/2013 | | S | 1,052 | D | \$ 18.32 | 1,962,544 | I | By The Harvey and Phyllis Sandler Foundation, Inc. |
| Common Stock | 10/29/2013 | | S | 641 | D | \$ 18.34 | 1,961,903 | I | By The Harvey and Phyllis Sandler Foundation, Inc. |

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

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 control number.

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(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, | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-------|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-------|

4, and 5)

| Code | V | (A) | (D) | Date | Expiration | Title | Amount or Number of Shares |
|------|---|-----|-----|-------------|------------|-------|--|
| | | | | Exercisable | Date | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Harvey Sandler Revocable Trust 21170 N.E. 22ND COURT NORTH MIAMI BEACH, FL 33180 | | X | | |
| SANDLER HARVEY 21170 N.E. 22ND COURT NORTH MIAMI BEACH, FL 33180 | | X | | |

Signatures

| | |
|--|------------|
| Harvey Sandler, Sole Trustee of Harvey Sandler Revocable Trust | 10/31/2013 |
| __Signature of Reporting Person | Date |
| Harvey Sandler | 10/31/2013 |
| __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).

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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