

ESSEX CORP  
Form 4  
January 10, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
**DECHELLO KIMBERLY**

(Last) (First) (Middle)

6708 ALEXANDER BELL DRIVE

(Street)

COLUMBIA, MD 21046

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**ESSEX CORP [KEYW]**

3. Date of Earliest Transaction (Month/Day/Year)  
01/08/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
VP, CAO and Secretary

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		
Essex Corporation Common Stock	01/08/2007		P	1,000 A	\$ 1 2,761	D	
Essex Corporation Common Stock	01/08/2007		P	1,500 A	\$ 3 4,261	D	
Essex Corporation Common Stock	01/08/2007		P	2,500 A	\$ 1 6,761	D	

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Essex Corporation Common Stock	01/08/2007	P	2,500	A	\$ 2.04	9,261	D
Essex Corporation Common Stock	01/08/2007	P	3,500	A	\$ 6.07	12,761	D
Essex Corporation Common Stock	01/08/2007	P	10,000	A	\$ 2.36	22,761	D
Essex Corporation Common Stock	01/08/2007	P	5,000	A	\$ 3.61	27,761	D
Essex Corporation Common Stock	01/08/2007	P	2,500	A	\$ 9	30,261	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)

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (ISO96)	\$ 1	01/08/2007		P	1,000	11/17/1999	11/16/2007	Common Stock	1,000
Incentive Stock Option	\$ 3	01/08/2007		P	1,500	<u>(1)</u>	01/30/2007	Common Stock	1,500

(ISO88) Incentive Stock Option (ISO96)	\$ 1	01/08/2007	P	2,500	<u>(2)</u>	04/12/2009	Common Stock	2,500
Incentive Stock Option (ISO99)	\$ 2.04	01/08/2007	P	2,500	09/06/2000	09/05/2010	Common Stock	2,500
Incentive Stock Option (ISO00)	\$ 6.07	01/08/2007	P	3,500	10/03/2001	10/02/2011	Common Stock	3,500
Incentive Stock Option (ISO01)	\$ 2.36	01/08/2007	P	10,000	<u>(3)</u>	11/12/2012	Common Stock	10,000
Incentive Stock Option (ISO00)	\$ 3.61	01/08/2007	P	5,000	<u>(4)</u>	05/18/2013	Common Stock	5,000
Incentive Stock Option (ISO04)	\$ 9	01/08/2007	P	2,500	07/26/2004	07/25/2011	Common Stock	2,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DECHELLO KIMBERLY 6708 ALEXANDER BELL DRIVE COLUMBIA, MD 21046			VP, CAO and Secretary	

## Signatures

Kimberly J.  
DeChello

01/09/2007

\*\*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).

(1) 500 shares exercisable on 6/30/1997; 500 shares exercisable on 6/30/1998; 500 shares exercisable on 6/30/1999

(2) 1,500 shares exercisable on 4/13/1999; 1,000 shares exercisable on 4/13/2000

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(3) 5,000 shares exercisable on 11/13/2002; 5,000 shares exercisable on 11/13/2003

(4) 2,500 shares exercisable on 5/19/2003; 2,500 shares exercisable on 5/19/2004

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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