

INTER TEL INC
Form 4
November 03, 2004

FORM 4

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

OMB APPROVAL

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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 *
ANDERSON J ROBERT

(Last) (First) (Middle)

C/O GENCORP INC., P.O. BOX 537012

(Street)

SACRAMENTO, CA 95853-7012

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
INTER TEL INC [INTL]

3. Date of Earliest Transaction (Month/Day/Year)
02/25/2002

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)

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/25/2002		M		5,000	A	\$ 7.5625
					15,000 ⁽¹⁾	D	
Common Stock	10/24/2003		M		5,000	A	\$ 17.625
					15,000 ⁽²⁾	D	
Common Stock	11/01/2004		M		5,000	A	\$ 15.7656
					15,000 ⁽³⁾	D	

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

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number.

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
Stock Options	\$ 7.5625	02/25/2002		D		09/03/1997	03/03/2002	Common Stock	5,000
Stock Options	\$ 17.625	10/24/2003		D		04/29/1999	10/29/2003	Common Stock	5,000
Stock Options	\$ 15.7656	11/01/2004		D		05/02/2000	11/02/2004	Common Stock	5,000
Stock Options	\$ 23.92	05/04/2004		A	7,500	11/04/2004	05/04/2014	Common Stock	7,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ANDERSON J ROBERT C/O GENCORP INC., P.O. BOX 537012 SACRAMENTO, CA 95853-7012		X		

Signatures

Kristi Bonfiglio 11/03/2004

**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) Amount of Securities beneficially owned following reporting of the three transactions with transaction dates of 2/25/2002; 10/24/2003 and 11/01/2004.
- (2) Amount of Securities beneficially owned following reporting of the three transactions with transaction dates of 2/25/2002; 10/24/2003 and 11/01/2004.

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- (3) Amount of Securities beneficially owned following reporting of the three transactions with transaction dates of 2/25/2002; 10/24/2003 and 11/01/2004.
- (4) Exercise Price of Options.
- (5) Amount of derivative securities beneficially owned following reporting of the four transactions with the transaction dates of 02/25/2002; 10/24/2003; 11/01/2004 and 05/04/2004.
- (6) Exercise Price of Options
- (7) Amount of derivative securities beneficially owned following reporting of the four transactions with transaction dates of 02/25/2002; 10/24/2003; 11/01/2004 and 05/04/2004.
- (8) Exercise Price of Options
- (9) Amount of derivative securities beneficially owned following reporting of the four transactions with transaction dates of 02/25/2002; 10/24/2003; 11/01/2004 and 05/04/2004.
- (10) Exercise price for each of the 7,500 options is US \$23.92.
- (11) Amount of derivative securities beneficially owned following reporting of the four transactions with transaction dates of 02/25/2002; 10/24/2003; 11/01/2004 and 05/04/2004.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.