

COMPETITIVE TECHNOLOGIES INC
 Form 4
 May 02, 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 *
 FREED DONALD J

2. Issuer Name and Ticker or Trading Symbol
 COMPETITIVE TECHNOLOGIES INC [CTT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 04/27/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
 Executive Vice President & CTO

C/O COMPETITIVE TECHNOLOGIES, 1960 BRONSON RD

(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

FAIRFIELD, CT 06824

(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	04/27/2005		S	2,000 D \$ 9.9795	1,000	D	
Common stock	04/27/2005		S	1,000 D \$ 10.45	0	D	
Common Stock	04/27/2005		M	12,500 (1) A \$ 2.5	12,500	D	
Common Stock	04/27/2005		M	500 D \$ 9.55	12,000	D	
	04/27/2005		M	4,000 D	8,000	D	

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Common Stock						\$ 9.5037		
Common Stock	04/27/2005		M	2,000	D	\$ 9.56	6,000	D
Common Stock	04/27/2005		M	2,000	D	\$ 9.778	4,000	D
Common Stock	04/27/2005		M	2,000	D	\$ 9.91	2,000	D
Common Stock	04/27/2005		M	2,000	D	\$ 9.8825	0	D

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

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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 (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)	8. Amount or Number of Shares
Stock Option - Right to buy	\$ 2.5	04/27/2005		M	250	01/01/2004 01/01/2014	Common Stock	250
Stock Option - right to buy	\$ 2.5	04/27/2005		M	4,000	01/01/2004 01/01/2014	Common Stock	4,000
Stock Option - right to buy	\$ 2.5	04/27/2005		M	2,000	01/01/2004 01/01/2014	Common Stock	2,000
Stock Option -	\$ 2.5	04/27/2005		M	250	01/01/2005 01/01/2014	Common Stock	250

right to
buy

Stock Option - right to buy	\$ 2.5	04/27/2005	M	2,000	01/01/2005	01/01/2014	Common Stock	2,000
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Stock Option - right to buy	\$ 2.5	04/27/2005	M	2,000	01/01/2005	01/01/2014	Common Stock	2,000
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Stock Option - right to buy	\$ 2.5	04/27/2005	M	2,000	01/01/2005	01/01/2014	Common Stock	2,000
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FREED DONALD J C/O COMPETITIVE TECHNOLOGIES 1960 BRONSON RD FAIRFIELD, CT 06824	X		Executive Vice President & CTO	

Signatures

Donald J. Freed 05/02/2005

__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) Shares acquired upon exercise of stock options.

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.