

KEITHLEY INSTRUMENTS INC

Form 3

December 16, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Chipchase Stephen Arthur

(Last) (First) (Middle)

28775 AURORA RD

(Street)

SOLON, OH 44139

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

12/08/2005

3. Issuer Name and Ticker or Trading Symbol

KEITHLEY INSTRUMENTS INC [KEI]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Vice President, Operations

5. 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 Beneficially Owned**

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Title

Amount or Number of Shares

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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Common Stock Option	08/02/2002 ⁽¹⁾	08/01/2010	Common Shares	4,000	\$ 45.125	D	Â
Common Stock Option	07/25/2003 ⁽²⁾	07/24/2011	Common Shares	5,000	\$ 18.41	D	Â
Common Stock Option	07/24/2004 ⁽¹⁾	07/23/2012	Common Shares	6,500	\$ 13.76	D	Â
Common Stock Option	07/19/2005 ⁽³⁾	07/18/2013	Common Shares	12,000	\$ 16.12	D	Â
Common Stock Option	02/15/2005	07/16/2014	Common Shares	20,000	\$ 18.75	D	Â
Common Stock Option	10/04/2007 ⁽¹⁾	10/03/2015	Common Shares	6,000	\$ 15.05	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chipchase Stephen Arthur 28775 AURORA RD SOLON, OH 44139	Â	Â	Â Vice President, Operations	Â

Signatures

Mark J. Plush,
Attorney-in Fact

12/16/2005

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Date reported applies to 50% of total, one-half of the balance is then exercisable in each succeeding year.

(2) Option became fully vested on February 15, 2005

(3) Option became fully vested on August 10, 2005

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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