

RHOADES CHARLES S

Form 4/A

February 24, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
RHOADES CHARLES S

2. Issuer Name **and** Ticker or Trading
Symbol
ADVANCED ENERGY
INDUSTRIES INC [AEIS]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
1625 SHARP POINT DRIVE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/22/2005

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
EVP Products and Operations

FORT COLLINS, CO US

4. If Amendment, Date Original
Filed(Month/Day/Year)
02/23/2005

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(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 Ownership (Instr. 4)
Common Stock	02/22/2005		P	Amount 10,000 (A) or (D) A Price \$ 9.74	10,000	I	By Trust
Common Stock					10,376 ⁽¹⁾	D	

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

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(9-02)

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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)	8. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 7.7					10/17/2003 ⁽²⁾ 10/17/2012	Common Stock	30,000
Employee Stock Option (right to buy)	\$ 14.5					12/11/2003 ⁽²⁾ 12/11/2012	Common Stock	10,000
Employee Stock Option (right to buy)	\$ 9.12					02/12/2004 ⁽²⁾ 02/12/2013	Common Stock	5,000
Employee Stock Option (right to buy)	\$ 7.61					04/16/2004 ⁽²⁾ 04/16/2013	Common Stock	5,000
Employee Stock Option (right to buy)	\$ 19.24					07/23/2004 ⁽²⁾ 07/23/2013	Common Stock	5,000
Employee Stock Option (right to buy)	\$ 22.52					10/15/2004 ⁽²⁾ 10/15/2013	Common Stock	5,000
Employee Stock	\$ 22.3					02/11/2005 ⁽²⁾ 02/11/2014	Common Stock	3,750

Option
(right to
buy)

Employee
Stock

Option \$ 20.81
(right to
buy)

04/14/2005⁽²⁾ 04/14/2014 Common Stock 3,750

Employee
Stock

Option \$ 12.8
(right to
buy)

07/20/2005⁽²⁾ 07/20/2014 Common Stock 3,750

Employee
Stock

Option \$ 9.97
(right to
buy)

08/26/2005⁽²⁾ 08/26/2014 Common Stock 50,000

Employee
Stock

Option \$ 10.37
(right to
buy)

10/19/2005⁽²⁾ 10/19/2014 Common Stock 3,750

Employee
Stock

Option \$ 7.15
(right to
buy)

01/31/2006⁽³⁾ 01/31/2015 Common Stock 35,650

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

RHOADES CHARLES S
1625 SHARP POINT DRIVE
FORT COLLINS, CO US

EVP Products and Operations

Signatures

Charles S.
Rhoades

02/24/2005

 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) Includes 10,000 shares of restricted stock units.

Stock options dated 10/17/2002, 12/11/2002, 02/12/2003, 04/16/2003, 07/23/2003, 10/15/2003, 02/11/2004, 04/14/2004, 07/20/2004,

(2) 08/26/2004, and 10/19/2004 are such that 25% of the shares become exercisable on the first anniversary following the date of grant, and the remaining shares become exercisable in equal increments each quarter for 3 years thereafter.

(3) Stock option dated 01/31/05 is such that 25% of the shares become exercisable on the first anniversary following the date of grant and the remaining shares become exercisable in equal increments each year for 3 years thereafter.

(4) Mr. Rhoades has Employee Stock Options (right to buy) for a total of 160,650 shares of Common Stock.

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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