Regazzi John R
Form 3
September 13, 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 *
Â Regazzi John R
(Last) (First) (Middle)

4650 NORRIS CANYON ROAD
(Street)

SAN RAMON,Â CAÂ 94583
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
09/08/2005

3. Issuer Name **and** Ticker or Trading Symbol
GIGA TRONICS INC [GIGA]

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director
_____ 10% Owner
__X__ Officer (give title below)
_____ Other (specify below)
President, Instrument Division

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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)
common stock	28,000	D	Â

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

SEC 1473 (7-02)

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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)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of			

				Shares		(I) (Instr. 5)	
Employee Stock Option (right to buy)	06/04/2002	06/04/2006	common stock	20,000	$ 4.87	D	Â
Employee Stock Option (right to buy)	08/30/2002	08/30/2006	common stock	10,000	$ 2.75	D	Â
Employee Stock Option (right to buy)	Â (1)	05/01/2007	common stock	5,000	$ 3.1	D	Â
Employee Stock Option (right to buy)	Â (2)	02/20/2008	common stock	10,000	$ 1.22	D	Â
Employee Stock Option (right to buy)	Â (3)	07/15/2008	common stock	10,000	$ 1.96	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Regazzi John R 4650 NORRIS CANYON ROAD SAN RAMON,Â CAÂ 94583	Â	Â	Â President, Instrument Division	Â

Signatures

John R. Regazzi	09/12/2005
**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) the option becomes exercisable in four annual increments of 1,250 beginning May 1, 2003.

(2) the option becomes exercisable in four annual increments of 2,500 beginning February 20, 2004.

(3) the option becomes exercisable in four annual increments of 2,500 beginning July 15, 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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