

SHALAM JOHN J  
Form 4  
May 03, 2007

**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 \*  
SHALAM JOHN J

(Last) (First) (Middle)  
180 MARCUS BLVD, PO BOX 12427  
(Street)

HAUPPAGE, NY 11788-0518

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
AUDIOVOX CORP [VOXX]

3. Date of Earliest Transaction (Month/Day/Year)  
05/01/2007

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)  
Chairman

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Class A Common Stock	05/01/2007		X	A	8,876	\$ 7.69	1,915,681 D
Class A Common Stock	05/01/2007		S <sup>(1)</sup>	D	8,876	\$ 14.1046	1,906,805 D
Class A Common Stock	05/02/2007		X	A	6,281	\$ 7.69	1,913,086 D
Class A Common	05/02/2007		S <sup>(1)</sup>	D	6,281	\$ 14.1774	1,906,805 D

Stock

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 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
Option (Right to Buy)	\$ 7.69	05/01/2007		X	8,876	07/21/1997 07/21/2007	Class A Common Stock	8,876
Option (Right to Buy)	\$ 7.69	05/02/2007		X	6,281	07/21/1997 07/21/2007	Class A Common Stock	6,281

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHALAM JOHN J 180 MARCUS BLVD PO BOX 12427 HAUPPAGE, NY 11788-0518	X	X	Chairman	

## Signatures

/s/ John J. Shalam 05/03/2007

\*\*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) All shares sold pursuant to a 10b-5 trading plan.

(2) Option to purchase Class A Common Stock at an exercise price of \$7.69 per share.

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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misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).(1)Exercise of Stock Appreciation Rights (SARS).(2)Shares utilized to pay for the cost of the Stock Appreciation Rights (SARs) and for the payment of the tax obligation on the exercise of the SARs.(3)Exercise of Incentive Stock Options (ISO).(4)Total number of 401(k) Plan shares acquired through periodic dividend reinvestment, participant's contributions and employer matching contributions.(5)The reporting person expressly disclaims beneficial ownership of the securities owned by Spouse.(6)Shares exercisable beginning one year after grant in 25% increments and thereafter annually upon the anniversary of the date of the grant of the Incentive Stock Option (ISO).

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