SEC Form 3

FORM 3

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

OMB APPROVAL OMB Number: Estimated average burden

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] McClelland Sonja K			2. Date of Even Requiring State (Month/Day/Yea	ment	3. Issuer Name and Ticker or Trading Symbol HURCO COMPANIES INC [HURC]				
(Street)	(First) CHNOLOGY WA APOLIS IN (State)	(Middle) Y 46268 (Zip)			4. Relationship of Reporting Per Check all applicable) Director X Officer (give title below) Corporate Cont	10% Own Other (spe below)	er 6. ecify Ap	 5. If Amendment, Date of 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 - Nor	n-Derivati	ve Securities Beneficial	ly Owned			
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4) or Indirect (I) (Instr. 5)		t (D) (Ins	4. Nature of Indirect Beneficial Ownership (Instr. 5)	
					Securities Beneficially nts, options, convertible		s)		
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. Conversio or	Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
			Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Exercise Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee	Stock Option (ri	ght to buy)	12/07/2000 ⁽¹⁾	12/07/2009	Common Stock	400	3.75	D	
Employee	Stock Options (right to buy)	12/18/2005 ⁽²⁾	12/17/2011	Common Stock	1,500	2.15	D	

Explanation of Responses:

1. The original grant of 2000 options vests in five equal installments on December 7, 2000, 2001, 2002, 2003 and 2004.

2. The original grant of 2500 options vests in five equal installments on December 18, 2002, 2003, 2004, 2005 and 2006.

Remarks:

/s/ Sonja K. McClelland

** Signature of Reporting Person

12/02/2004 Date

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

 * 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).

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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