PECO II INC Form 3 May 07, 2007

UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549

OMB APPROVAL

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person * A Boyer Jacquie

(Last)

(First)

(Middle)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Statement

(Month/Day/Year)

04/24/2007

PECO II INC [(PIII)]

4. Relationship of Reporting Person(s) to Issuer

Director

_X__ Officer

Filed(Month/Day/Year)

1376 ST RT 598, PO BOX 910

(Street)

(Check all applicable)

VP - Sales

10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

5. If Amendment, Date Original

Person

Form filed by More than One Reporting Person

GALION, OHÂ 44833

(City) (State)

1. Title of Security

(Instr. 4)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

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

Direct (D) or Indirect (I) (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 2. Date Exercisable and

(Instr. 4)

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:

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

Date Exercisable Expiration

Date

Amount or Title Number of Shares

Direct (D) or Indirect (I)

(Instr. 5)

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Common

Non-Qualified Stock Option (right to buy)

10/09/2007(1) 10/09/2011

Shares without Par Value

200,000 \$ 1.18

D Â

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Boyer Jacquie

GALION, OHÂ 44833

Signatures

Kimberly J. Lauer for Jacquie
Boyer

05

05/07/2007

**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) Above Non-Qualified Stock Options were granted on 10/09/2006 and will vest as follows: 80,000 options will become exercisable on 10/09/2007, 60,000 options will become exercisable on 10/09/2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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