FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL		
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3235-0287 OMB Number: Estimated average burden 0.5 hours per response:

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person ESCO TECHNOLOGIES INC [ESE] **MCCONNELL JAMES M** Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) below) below) (Last) (First) (Middle) 02/18/2009 C/O ESCO TECHNOLOGIES INC. 9900 A CLAYTON ROAD 6. Individual or Joint/Group Filing (Check Applicable Line) 4. If Amendment, Date of Original Filed (Month/Day/Year) (Street) Form filed by One Reporting Person 63124 ST. LOUIS MO Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature Execution Date, Transaction Securities Form: Direct of Indirect if any (Month/Day/Year) Code (Instr. 8) (Month/Day/Year Beneficially (D) or Indirect Beneficial Owned Following (I) (Instr. 4) Ownership Reported (Instr. 4) (A) or (D) Code Amount Price (Instr. 3 and 4) Common Stock 02/18/2009 18,944 D S 1,030 D \$36.46 Common Stock 02/18/2009 S 1,324 \$36.49 D 17,620 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 7. Title and 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 8. Price of 9. Number of 10. 11. Nature Derivative Conversion Execution Date **Expiration Date** Amount of Ownership (Month/Day/Year) Security or Exercise if anv Code (Instr. Derivative (Month/Day/Year) Securities Security Securities Form: Beneficial (Instr. 3) (Month/Day/Year) Beneficially Direct (D) Price of 8) Securities Underlying (Instr. 5) Ownership Derivative Acquired Derivative Owned or Indirect (Instr. 4) (A) or Disposed Security (Instr. 3 and 4) Following Security (I) (Instr. 4) Reported of (D) (Instr. 3, 4 Transaction(s) (Instr. 4) and 5) Amount

Explanation of Responses:

T. B. Martin, Attorney In-Fact 02/19/2009

** Signature of Reporting Person Date

Number

Shares

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 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).

Code

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

(A) (D) Date

Exercisable

Expiration

Title