FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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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* RICHEY VICTOR L JR | | | | | | ier Name and Tick O TECHNO | | | | (Ci | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | | |
|--|---|------------|-----------|-----------------------------|------------------|---|--|----------|--|--|---|---|--|---|---|--|--|
| | (First) (Middle) ESCO TECHNOLOGIES O A CLAYTON ROAD | | | | | e of Earliest Trans. /2006 | action (N | /lonth/ | Day/Year) | | X Officer (give title Other (specify below) Chairman & Chief Executive Off | | | | | | |
| (Street) ST. LOUIS MO 63124 | | | | | | mendment, Date o | f Origina | ıl Filed | I (Month/Day | | Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting | | | | | | |
| (City) (State) (Zip) | | | | | | | | | | | Person | | | | | | |
| | | Tab | le I - No | n-Deriva | ative S | Securities Acc | quired | , Dis | posed of | , or Ben | eficia | ly Owned | d | | | | |
| 1. Title of Security (Instr. 3) 2. Tran Date (Monti | | | | | tion ny/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 | | | Benefic Owned | es ially Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | | Code | v | Amount | (A) or (D) | Price | Reporte Transac (Instr. 3 | tion(s) | | (Instr. 4) | | |
| Common | Stock | | | 08/11/2 | 2006 | | S | | 500 | D | \$54.1 | 1 210 | 0,183 | D | | | |
| Common | Stock | | | 08/11/2 | 2006 | | S | | 900 | D | \$54.1 | 2 209 | 9,283 | D | | | |
| Common | Stock | | | 08/11/2 | 2006 | | S | | 200 | D | \$54.1 | 7 209 | 9,083 | D | | | |
| Common | | 08/11/2006 | | | S | | 500 | D | \$54.0 | 5 208 | 8,583 | D | | | | | |
| Common Stock | | | | 08/11/2 | 2006 | | S | | 700 | D | \$54.0 | 1 20 | 7,883 | D | | | |
| Common | Stock | | | 08/11/2 | 2006 | | S | | 300 | D | \$54.0 | 2 20 | 7,583 | D | | | |
| Common | Stock | | | 08/11/2 | 2006 | | S | | 200 | D | \$54.1 | 6 20 | 7,383 | D | | | |
| Common | Stock | | | 08/11/2 | 2006 | | S | | 300 | D | \$54.1 | 3 20 | 7,083 | D | | | |
| Common | Stock | | | 08/11/2 | 2006 | | S | | 500 | D | \$54.0 | 4 200 | 5,583 | D | | | |
| Common Stock | | | | 08/11/2 | 2006 | | S | | 2,900 | D | \$54 | 203 | 3,683 | D | | | |
| Common Stock | | | | 08/11/2 | 2006 | | S | | 1,600 | D | \$53.9 | 5 202 | 2,083 | D | | | |
| Common Stock | | | | | 2006 | | S | | 500 | D | \$53.9 | 6 20 | 1,583 | D | | | |
| Common Stock | | | | 08/11/2 | 2006 | | S | | 400 | D | \$53. | 9 20 | 1,183 | D | | | |
| Common Stock | | | | 08/11/2 | 2006 | | S | | 1,300 | D | \$53.8 | 7 199 | 9,883 | D | | | |
| Common | | 08/11/2 | 2006 | | S | | 200 | D | \$53.8 | 8 199 | 9,683 | D | | | | | |
| Common Stock | | | | 08/11/2 | 2006 | | S | | 500 | D | \$53.8 | 6 199 | 9,183 | D | | | |
| Common Stock | | | | 08/11/2 | 2006 | | S | | 2,000 | D | \$53.8 | 5 19' | 7,183 | D | | | |
| Common Stock | | | | 08/11/2 | 2006 | | S | | 4,000 | D | \$53.9 | 2 193 | 3,183 | D | | | |
| Common Stock | | | 08/11/2 | 2006 | | S | | 2,000 | D | \$53.9 | 1 19 | 1,183 | D | | | | |
| Common Stock | | | | 08/11/2 | 2006 | | М | | 8,600 | Α | \$9.6 | 1 199 | 9,783 | D | | | |
| Common Stock 08/11/2 | | | | | 2006 | | F | | 1,523 | D | \$54.2 | 55 198 | 3,260 | D | | | |
| Common Stock 08/14/2 | | | | | 2006 | | G | | 500 | D | \$0 | 19′ | 7,760 | D | | | |
| | | Т | | | | curities Acqu Ils, warrants, | | | | | | Owned | <u> </u> | <u> </u> | | | |
| 1. Title of Derivative Security 1. Title of Derivative Security 2. | | | | ed 4. Transac Code (I | | 5. Number 6 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | 7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) | | |
| | | | | | | | | | | | | | | | | | |

| 1. Title of Derivative Security (Instr. 3) | 2Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | Code | ansaction of control o | | | | CONVERTI Expiration is Datable and ite | ble secu | g Security | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|---------------------------------------|------|--|-----|-------|---------------------|---|-----------------|--|--|--|--|--|
| | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Employee Stock Option (Right to Buy) | \$9.61 | 08/11/2006 | М | | | 8,600 | (1) | 05/07/2008 | Common Stock | 8,600 | \$0 ⁽²⁾ | 3,400 | D | |

Explanation of Responses:

- 1. 4,000 shares on 5/7/1999 4,000 shares on 5/7/2000 4,000 shares on 5/7/2001
- 2. not applicable

08/15/2006 V. L. Richey, Jr.

** Signature of Reporting Person

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).

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.