

NIGBOR DONALD E
Form 4
May 10, 2006

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 *
NIGBOR DONALD E

2. Issuer Name and Ticker or Trading Symbol
BENCHMARK ELECTRONICS INC [BHE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

3000 TECHNOLOGY DRIVE

4. If Amendment, Date Original Filed(Month/Day/Year)

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

(Street)

ANGLETON, TX 77515

(City) (State) (Zip)

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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	05/09/2006		M			29,699	A	\$ 7.9167	58,871	D	
Common Stock	05/09/2006		M			43,601	A	\$ 9.1945	102,472	D	
Common Stock	05/09/2006		S			73,300 (4)	D	\$ 28.168	29,172	D	
Common Stock	05/10/2006		M			45,301	A	\$ 9.0089	74,473	D	
Common Stock	05/10/2006		M			1,399	A	\$ 9.1945	75,872	D	

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Common Stock 05/10/2006 S 46,700 D \$ 27.4723 29,172 D

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)	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 9.1945	05/09/2006		M	43,601	<u>(1)</u> 01/02/2011	Common Stock	43,601
Employee Stock Option (right to buy)	\$ 7.9167	05/09/2006		M	29,699	<u>(2)</u> 01/11/2010	Common Stock	29,699
Employee Stock Option (right to buy)	\$ 9.0089	05/10/2006		M	45,301	<u>(3)</u> 07/24/2011	Common Stock	45,301
Employee Stock Option (right to buy)	\$ 9.1945	05/10/2006		M	1,399	<u>(1)</u> 01/02/2011	Common Stock	1,399

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

NIGBOR DONALD E
3000 TECHNOLOGY DRIVE X
ANGLETON, TX 77515

Signatures

Donald E. 05/10/2006
Nigbor

 **Signature of Date
Reporting Person

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) The option became exercisable as to (i) 9,000 shares on January 2, 2003, (ii) 13,500 shares on January 2, 2004 and (iii) 22,500 shares on January 2, 2005.
- (2) The option became exercisable as to (i) 9,000 shares on January 11, 2002, (ii) 13,500 shares on January 11, 2003 and (iii) 22,499 shares on January 11, 2004.
- (3) The option became exercisable as to (i) 13,500 shares on July 24, 2003, (ii) 20,250 shares on July 24, 2004, and (iii) 33,750 shares on July 24, 2005.
- (4) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 9, 2006.

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.