

FABRIS JAMES D
Form 4
December 13, 2005

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).

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
FABRIS JAMES D

2. Issuer Name **and** Ticker or Trading
Symbol
HURCO COMPANIES INC
[HURC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
ONE TECHNOLOGY WAY
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/12/2005

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
President & COO

INDIANAPOLIS, IN 46268

4. If Amendment, Date 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

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	12/12/2005	12/12/2005	M		5,000	A	\$ 3.75	11,400	D
Common Stock	12/12/2005	12/12/2005	M		15,000	A	\$ 5.813	26,400	D
Common Stock	12/12/2005	12/12/2005	S		3,721	D	\$ 28.1	22,679	D
Common Stock	12/12/2005	12/12/2005	S		1,271	D	\$ 28.35	21,408	D
Common Stock	12/12/2005	12/12/2005	S		1,175	D	\$ 28	20,233	D

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Common Stock	12/12/2005	12/12/2005	S	1,100	D	\$ 28.21	19,133	D
Common Stock	12/12/2005	12/12/2005	S	1,000	D	\$ 28.4	18,133	D
Common Stock	12/12/2005	12/12/2005	S	886	D	\$ 28.2	17,247	D
Common Stock	12/12/2005	12/12/2005	S	845	D	\$ 28.03	16,402	D
Common Stock	12/12/2005	12/12/2005	S	800	D	\$ 28.11	15,602	D
Common Stock	12/12/2005	12/12/2005	S	700	D	\$ 28.41	14,902	D
Common Stock	12/12/2005	12/12/2005	S	1,000	D	\$ 28.14	13,902	D
Common Stock	12/12/2005	12/12/2005	S	500	D	\$ 28.15	13,402	D
Common Stock	12/12/2005	12/12/2005	S	400	D	\$ 28.3	13,002	D
Common Stock	12/12/2005	12/12/2005	S	400	D	\$ 28.09	12,602	D
Common Stock	12/12/2005	12/12/2005	S	300	D	\$ 28.17	12,302	D
Common Stock	12/12/2005	12/12/2005	S	200	D	\$ 28.22	12,102	D
Common Stock	12/12/2005	12/12/2005	S	200	D	\$ 28.16	11,902	D
Common Stock	12/12/2005	12/12/2005	S	180	D	\$ 28.08	11,722	D
Common Stock	12/12/2005	12/12/2005	S	100	D	\$ 28.12	11,622	D
Common Stock	12/12/2005	12/12/2005	S	100	D	\$ 28.01	11,522	D
Common Stock	12/12/2005	12/12/2005	S	93	D	\$ 28.23	11,429	D
Common Stock	12/12/2005	12/12/2005	S	25	D	\$ 28.5	11,404	D
Common Stock	12/12/2005	12/12/2005	S	4	D	\$ 28.42	11,400	D
Common Stock	12/12/2005	12/12/2005	S	1,850	D	\$ 28.8	9,550	D
	12/12/2005	12/12/2005	S	1,500	D	\$ 28.7	8,050	D

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Common
Stock

Common Stock	12/12/2005	12/12/2005	S	1,300	D	\$ 28.6	6,750	D
Common Stock	12/12/2005	12/12/2005	S	650	D	\$ 28.82	6,100	D
Common Stock	12/12/2005	12/12/2005	S	200	D	\$ 28.85	5,900	D
Common Stock	12/12/2005	12/12/2005	S	100	D	\$ 28.87	5,800	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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 3.75	12/12/2005	12/12/2005	M	5,000	12/07/2000 ⁽²⁾ 12/06/2009	Common Stock	20,000
Employee Stock Option (right to buy)	\$ 5.813	12/12/2005	12/12/2005	M	15,000	12/15/1999 ⁽¹⁾ 12/14/2008	Common Stock	15,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

FABRIS JAMES D
ONE TECHNOLOGY WAY
INDIANAPOLIS, IN 46268

President & COO

Signatures

/s/ James D.

12/13/2005

Fabris

 Signature of
Reporting Person

Date

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) Shares vest in five equal installments on December 15, 1999, 2000, 2001, 2002, 2003

(2) Shares vest in three equal installments on December 7, 2000, 2001, 2002

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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