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HONEYCUTT MILBURN E Form 4 May 17, 2010 FORM 4		OMB APPROVAL							
UNITED STATE	S SECURITIES AND EXCHANGE Washington, D.C. 20549	COMMISSION OMB Number: 3235-0287							
Section 16. Form 4 or Form 5 obligations may continue Form 16. Filed pursuant to Section 17(a) of the	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 20(b) of the Investment Company Act of 1940								
(Print or Type Responses)									
1. Name and Address of Reporting Person <u>*</u> HONEYCUTT MILBURN E	2. Issuer Name and Ticker or Trading Symbol POWELL INDUSTRIES INC [POWL]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
(Last) (First) (Middle) PO BOX 12818	3. Date of Earliest Transaction (Month/Day/Year) 05/13/2010	Director 10% Owner X Officer (give title Other (specify below) below) Vice President, Corp Controlle							
(Street)	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							
HOUSTON, TX 77217	HOUSTON, TX 77217 Form filed by More than One Reporting Person								
(City) (State) (Zip)	Table I - Non-Derivative Securities A	cquired, Disposed of, or Beneficially Owned							
(Instr. 3) any	emed 3. 4. Securities Acquire on Date, if Transaction(A) or Disposed of (I Code (Instr. 3, 4 and 5) /Day/Year) (Instr. 8) (A) or	D)SecuritiesForm: DirectIndirectBeneficially(D) orBeneficialOwnedIndirect (I)OwnershipFollowing(Instr. 4)(Instr. 4)ReportedTransaction(s)							
Common 05/13/2010 Stock	Code V Amount (D) Pri A 750 A \$ 18.4	5.845 D							
Common Stock 05/13/2010	M 750 D \$ 33.4	_{.4} 5,095 D							
Common Stock		437 I ESOP Shares							

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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number.

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. Transactio Code (Instr. 8)	5. Number 6. Date Exercisable a boof Expiration Date Derivative (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pri Deriv Secur (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options	\$ 18.44	05/13/2010		М	750	<u>(1)</u>	06/24/2011	Common Stock	750	\$ 18

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
HONEYCUTT MILBURN E PO BOX 12818 HOUSTON, TX 77217			Vice President, Corp Controlle		
Signatures					
Don P. Madison Power of Att	orney for	Milburn F			

Don R. Madison, Power of Attorney for Milburn E. Honeycutt

**Signature of 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) These stock options become exercisable in equal installments on each of the first five anniversaries of 6/24/2005, the date of the Grant.

05/17/2010

Date

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.