LIETZ ANDREW E

Form 4

March 04, 2011

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Check this box if no longer

subject to Form 4 or

Section 16. Form 5 obligations

may continue. See Instruction

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

Symbol

[SFE]

1(b).

Number:

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *

LIETZ ANDREW E

(Last)

(First)

(Middle)

435 DEVON PARK DRIVE, **BUILDING 800**

(Street)

4. If Amendment, Date Original

3. Date of Earliest Transaction

Filed(Month/Day/Year)

(Month/Day/Year) 03/03/2011

2. Issuer Name and Ticker or Trading

SAFEGUARD SCIENTIFICS INC

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

(Check all applicable)

10% Owner

Other (specify

Applicable Line)

_X__ Director

Officer (give title

X Form filed by One Reporting Person Form filed by More than One Reporting

Issuer

WAYNE, PA 19087-1945

(City)	(State)	(Zip) Tab	le I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi oner Dispo (Instr. 3,	sed of 4 and (A) or		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)
Common Stock	03/03/2011		M	8,333	A	\$ 10.41	15,833	I	Trust
Common Stock	03/03/2011		F	4,222	D	\$ 20.55	11,611	I	Trust
Common Stock	03/03/2011		M	4,166	A	\$ 7.14	15,777	I	Trust
Common Stock	03/03/2011		F	1,448	D	\$ 20.55	14,329	I	Trust
Common Stock	03/03/2011		M	2,500	A	\$ 12.75	16,829	I	Trust

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Common Stock	03/03/2011	F	1,552	D	\$ 20.55	15,277	I	Trust
Common Stock	03/03/2011	M	4,166	A	\$ 11.46	19,443	I	Trust
Common Stock	03/03/2011	F	2,324	D	\$ 20.55	17,119	I	Trust
Common Stock	03/03/2011	M	4,166	A	\$ 13.8	21,285	I	Trust
Common Stock	03/03/2011	F	2,798	D	\$ 20.55	18,487	I	Trust
Common Stock	03/03/2011	M	4,166	A	\$ 15.84	22,653	I	Trust
Common Stock	03/03/2011	F	3,212	D	\$ 20.55	19,441	I	Trust
Common Stock	03/03/2011	M	4,166	A	\$ 10.9403	23,607	I	Trust
Common Stock	03/03/2011	F	2,218	D	\$ 20.55	21,389	I	Trust

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

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SEC 1474

(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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Share
Non-Qualified Stock Option (right to buy)	\$ 12.75	03/03/2011		M	2,500	12/15/2005	12/15/2012	Common Stock	2,5
Stock Option (right to buy)	\$ 11.46	03/03/2011		M	4,166	12/16/2006	12/16/2013	Common Stock	4,1

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Stock Option (right to buy)	\$ 7.14	03/03/2011	M	4,166	07/23/2016	07/23/2016	Common Stock	4,1
Stock Option (right to buy)	\$ 10.41	03/03/2011	M	8,333	<u>(1)</u>	04/30/2011	Common Stock	8,3
Stock Option (right to buy)	\$ 10.9403	03/03/2011	M	4,166	08/31/2010	08/31/2017	Common Stock	4,1
Stock Option (right to buy)	\$ 13.8	03/03/2011	M	4,166	12/18/2007	12/18/2014	Common Stock	4,1
Stock Option (right to buy)	\$ 15.84	03/03/2011	M	4,166	05/24/2008	05/24/2015	Common Stock	4,1

Reporting Owners

Reporting Owner Name / Address	Relationships					
Reporting Owner Funite / Address	Director	10% Owner	Officer	Other		
LIETZ ANDREW E 435 DEVON PARK DRIVE, BUILDING 800 WAYNE, PA 19087-1945	X					

Signatures

By: Deirdre Blackburn Agent For: Andrew E.
Lietz 03/04/2011

**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) Option vests 25% each year commencing on the first anniversary of the grant 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.

Reporting Owners 3