

BISCO INDUSTRIES INC
Form SC 13D/A
August 30, 2004

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

SCHEDULE 13D (Amendment No. 16)

Under The Securities Exchange Act of 1934

Data I/O Corporation

(Name of Issuer)

Common Stock, No Par Value

(Title of Class of Securities)

237690102

(CUSIP Number)

Edgar Filing: BISCO INDUSTRIES INC - Form SC 13D/A

Glen F. Ceiley

Bisco Industries, Inc.

1500 N. Lakeview Ave.

Anaheim, CA 92807

(714) 693-2901

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

August 8, 2004

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is subject of this Schedule 13D, and is filing this statement because of Rule 13d-1(b)(3) or (4), check the following box: "

Exhibit Index on Page 10.

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SCHEDULE 13D

CUSIP No. 237690102

1. Name of Reporting Person

Mr. Glen F. Ceiley

2. Check the Appropriate Box if a Member of a Group

(a) ☒ x

(b) ☐ ..

3. SEC Use Only

4. Source of Funds

FF

5. Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) ..

6. Citizenship or Place of Organization

U.S.A

7. Sole Voting Power

NUMBER OF 3,557 shares of Common Stock

SHARES

8. Shared Voting Power

BENEFICIALLY

OWNED BY

1,165,036 shares of Common Stock (See item 5)

EACH

9. Sole Dispositive Power

REPORTING

PERSON

3,557 shares of Common Stock

WITH

10. Shared Dispositive Power

1,165,036 shares of Common Stock (See item 5)

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11. Aggregate Amount Beneficially Owned by Each Reporting Person

1,269,003 shares of Common Stock (See item 5)

12. Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares

13. Percent of Class Represented by Amount in Row (11)

14.53%

14. Type of Reporting Person

IN

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SCHEDULE 13D

CUSIP No. 237690102

1. Name of Reporting Person

Bisco Industries, Inc.

2. Check the Appropriate Box if a Member of a Group

(a) ☒ x

(b) ☐ ..

3. SEC Use Only

4. Source of Funds

WC

5. Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

..

6. Citizenship or Place of Organization

Illinois

7. Sole Voting Power

NUMBER OF 795,513 shares of Common Stock (See Item 5)

SHARES

8. Shared Voting Power

BENEFICIALLY

OWNED BY

0

EACH

9. Sole Dispositive Power

REPORTING

PERSON

795,513 shares of Common Stock (See Item 5)

WITH

10. Shared Dispositive Power

0

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11. Aggregate Amount Beneficially Owned by Each Reporting Person

795,513 shares of Common Stock (See Item 5)

12. Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares

13. Percent of Class Represented by Amount in Row (11)

9.89%

14. Type of Reporting Person

CO

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SCHEDULE 13D

CUSIP No. 237690102

1. Name of Reporting Person

Bisco Industries, Inc. Profit Sharing and Savings Plan

2. Check the Appropriate Box if a Member of a Group

(a) ☒ x

(b) ☐ ..

3. SEC Use Only

4. Source of Funds

OO

5. Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) ☐ ..

6. Citizenship or Place of Organization

U.S.A.

7. Sole Voting Power

NUMBER OF 369,523 shares of Common Stock (See Item 5)

SHARES

8. Shared Voting Power

BENEFICIALLY

OWNED BY

0

EACH

9. Sole Dispositive Power

REPORTING

PERSON

369,523 shares of Common Stock (See Item 5)

WITH

10. Shared Dispositive Power

0

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11. Aggregate Amount Beneficially Owned by Each Reporting Person

369,523 shares of Common Stock (See Item 5)

12. Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares

13. Percent of Class Represented by Amount in Row (11)

4.59%

14. Type of Reporting Person

EP

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SCHEDULE 13D

CUSIP No. 237690102

1. Name of Reporting Person

Mr. Matthew Ceiley.

2. Check the Appropriate Box if a Member of a Group

(a) ☒ x

(b) ☐ ..

3. SEC Use Only

4. Source of Funds

PF

5. Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

..

6. Citizenship or Place of Organization

U.S.A.

7. Sole Voting Power

NUMBER OF 0 shares of Common Stock (See Item 5)

SHARES

8. Shared Voting Power

BENEFICIALLY

OWNED BY

0

EACH

9. Sole Dispositive Power

REPORTING

PERSON

0 shares of Common Stock (See Item 5)

WITH

10. Shared Dispositive Power

0

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11. Aggregate Amount Beneficially Owned by Each Reporting Person

0 shares of Common Stock (See Item 5)

12. Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares

13. Percent of Class Represented by Amount in Row (11)

0%

14. Type of Reporting Person

IN

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SCHEDULE 13D

CUSIP No. 237690102

1. Name of Reporting Person

Mr. Zachary Ceiley.

2. Check the Appropriate Box if a Member of a Group

(a) ☒ x

(b) ☐ ..

3. SEC Use Only

4. Source of Funds

PF

5. Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

..

6. Citizenship or Place of Organization

U.S.A

7. Sole Voting Power

NUMBER OF 0 shares of Common Stock (See Item 5)

SHARES

8. Shared Voting Power

BENEFICIALLY

OWNED BY

0

EACH

9. Sole Dispositive Power

REPORTING

PERSON

0 shares of Common Stock (See Item 5)

WITH

10. Shared Dispositive Power

0

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11. Aggregate Amount Beneficially Owned by Each Reporting Person

0 shares of Common Stock (See Item 5)

12. Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares

13. Percent of Class Represented by Amount in Row (11)

0.00%

14. Type of Reporting Person

IN

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Item 2. Identity and Background

(a) (c), (f). This Schedule 13D is being filed by Mr. Glen F. Ceiley (Mr. Ceiley), Bisco Industries, Inc., an Illinois corporation (Bisco), the Bisco Industries, Inc. Profit Sharing and Savings Plan (the Plan), Matthew Ceiley (M. Ceiley), Zachary Ceiley (Z. Ceiley), and Family Steak Houses of Florida, Inc. (FSH) Mr. Ceiley, Bisco, the Plan, M. Ceiley and Z. Ceiley, are hereinafter collectively referred to as the Reporting Persons.

Mr. Ceiley's principal employment is President of Bisco and his business address is 1500 N. Lakeview Ave., Anaheim, CA 92807. Mr. Ceiley is a citizen of the United States of America.

Bisco's principal business is the distribution of fasteners and electronic components. Bisco is an Illinois corporation. Its principal office is located at 1500 N. Lakeview Ave., Anaheim, CA 92807. Mr. Ceiley owns 100% of the voting common stock of Bisco.

The Plan was adopted by the Board of Directors of Bisco for the exclusive benefit of eligible Bisco employees. The Plan's business address is 1500 N. Lakeview Ave., Anaheim, CA 92807. Mr. Ceiley is the sole trustee of the Plan.

(d) and (e). During the last five years, none of the Reporting Persons has (i) been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or (ii) been a party to a civil proceeding of judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Item 5. Interest in Securities of the Issuer

Item 5 to Schedule 13D is amended as follows:

(a) As of the close of business on August 27, 2004 the Reporting Persons owned in the aggregate, 1,168,593 Shares, which represent approximately 14.53% of the 8,043,611 Shares outstanding as of August 7, 2004 as reported in the Issuer's Quarterly Report on Form 10-Q for the quarter ended June 30, 2004. In accordance with the Rule 13d-5 (b) (1) of the General Rules and regulations under the Securities Exchange Act of 1934, as amended, each of Mr. Glen Ceiley, individually and as Trustee of the Plan, the Plan, Bisco and M. Ceiley individually, may be deemed to have acted as a group and such group may be deemed to have acquired beneficial ownership of Shares beneficially owned by any of such persons.

As of close of business on August 27, 2004, (i) Mr. Glen Ceiley beneficially owned an aggregate of 1,168,593 Shares, of which 3,557 shares were owned by Mr. Ceiley individually, 795,513 Shares were owned by Bisco, of which Mr. Glen Ceiley is the sole stockholder and President, and 369,523 Shares were held by Mr. Glen Ceiley as sole Trustee of the Plan, and (ii) M. Ceiley owned 0 Shares.

(b) Mr. Glen Ceiley has the sole power to vote and dispose of the shares which he owns individually and the power to vote and to dispose of the Shares owned by the Plan and Bisco.

(c) Since the Reporting Persons most recent filing on Schedule 13D, the Reporting Persons purchased and sold Shares in the manner, in the amounts, on the dates and at the prices set forth on Schedule 1 attached hereto and incorporated herein by reference.

(d) Not applicable

(e) Not applicable

Item 7. Material to be Filed as Exhibits

	<u>Page Number</u>
Exhibit 1. Joint Filing Agreement dated as of September 20, 1999	16

SCHEDULE 1

The Reporting Persons have engaged in the following transactions in Shares since June 2, 2003 the last day on which a transaction in the shares by the reporting persons was reported on the Schedule 13D. All transactions involved purchases of Shares on the NASDAQ.

Transaction	Number of	Price	
Date	Shares	Per Share*	Purchaser
12/15/2003	(1,000)	3.2799	BISCO CORP.
2/24/2004	(2,500,00)	3.1759	Bisco profit sharing
3/1/2004	(3,000)	3.1865	Bisco profit sharing
3/1/2004	(7,450)	3.1971	BISCO CORP.
5/6/2004	(700)	2.9200	Matt Ceiley
5/21/2004	(200)	2.8000	BISCO CORP.
5/24/2004	(13,900)	2.8313	BISCO CORP.
5/24/2004	(100)	2.7200	Bisco profit sharing
5/25/2004	(6,100)	2.8219	Bisco profit sharing
5/25/2004	(200)	2.9100	BISCO CORP.
5/26/2004	(800)	2.9424	BISCO CORP.
5/26/2004	(5,800)	2.9682	Bisco profit sharing
5/27/2004	(5,407)	2.9515	BISCO CORP.
5/28/2004	(7,593)	2.8586	BISCO CORP.
6/1/2004	(6,000)	2.8129	Bisco profit sharing
6/10/2004	(6,400)	2.8825	BISCO CORP.
6/14/2004	(300)	2.7333	BISCO CORP.
8/6/2004	(800)	2.5199	BISCO CORP.
8/10/2004	(2,100)	2.3685	Bisco profit sharing
8/11/2004	(2,000)	2.2850	BISCO CORP.
8/16/2004	(7,200)	2.2186	BISCO CORP.
8/17/2004	(10,000)	2.3089	BISCO CORP.
8/17/2004	(4,500)	2.2851	Bisco profit sharing
8/20/2004	(5,000)	2.4279	Bisco profit sharing
8/25/2004	(1,360)	2.4219	BISCO CORP.

* Excluding commissions

SIGNATURE

After reasonable inquiry and to the best of its knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: August 30, 2004

/s/ Matthew Ceiley
Name: Matthew Ceiley

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SIGNATURE

After reasonable inquiry and to the best of its knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: August 30, 2004

/s/ Glen F. Ceiley
Name: Glen F. Ceiley

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SIGNATURE

After reasonable inquiry and to the best of its knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: August 30, 2004

Bisco Industries, Inc.

/s/ Glen F. Ceiley
Name: Glen F. Ceiley
Title: President

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SIGNATURE

After reasonable inquiry and to the best of its knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: August 30, 2004

Bisco Industries, Inc.

Profit Sharing And Savings Plan

/s/ Glen F. Ceiley
Name: Glen F. Ceiley
Title: Trustee

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SIGNATURE

After reasonable inquiry and to the best of its knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: August 30, 2004

/s/ Zachary Ceiley
Name: Zachary Ceiley

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JOINT FILING AGREEMENT

In accordance with rule 13d-(f) promulgated under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing with all other Reporting Persons (as such term is defined in the Schedule 13D referred to below) on behalf of each of them of a statement on Schedule 13D (including amendments thereto) with respect to the common stock, no par value (the Common Stock), of Data I/O Corporation, a Washington corporation, and that this Agreement be included as an Exhibit to such joint filing. This Agreement may be executed in any number of counterparts, all of which taken together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned hereby execute this Agreement as of September 20, 1999.

/s/ GLEN F. CEILEY
Glen F. Ceiley

Bisco Industries, Inc.

/s/ GLEN F. CEILEY
Name: Glen F. Ceiley
Title: President

Bisco Industries, Inc.
Profit Sharing and Savings Plan

/s/ GLEN F. CEILEY
Name: Glen F. Ceiley
Title: Trustee

/s/ ZACHARY CEILEY
Zachary Ceiley