

AUDIOVOX CORP  
Form 4/A  
July 27, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
**SHALAM JOHN J**

(Last) (First) (Middle)  
180 MARCUS BLVD, PO BOX 12427  
(Street)

HAUPPAGE, NY 11788-0518

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**AUDIOVOX CORP [VOXX]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/22/2005

4. If Amendment, Date Original Filed(Month/Day/Year)  
07/26/2005

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

**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		
Class A Common Stock	07/22/2005		S		20,000 (1) \$ 17.2875	D	
Class A Common Stock	07/22/2005		X		20,000 A \$ 5.88	D	
Class A Common Stock	07/25/2005		S		20,000 (1) \$ 17.6785	D	
Class A Common	07/25/2005		X		20,000 A \$ 5.88	D	

Stock

Class A  
Common Stock 07/26/2005 S 20,000<sup>(1)</sup> D \$ 17.74 1,894,391 D

Class A  
Common Stock 07/26/2005 X 20,000 A \$ 5.88 1,914,391 D

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. 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option (Right to Buy)	\$ 5.88	07/22/2005		X	20,000	08/09/1998 08/09/2005	Class A Common Stock 20,000 <sup>(2)</sup>
Option (Right to Buy)	\$ 5.88	07/25/2005		X	20,000	08/09/1998 08/09/2005	Class A Common Stock 20,000 <sup>(2)</sup>
Option (Right to Buy)	\$ 5.88	07/26/2005		X	20,000	08/09/1998 08/09/2005	Class A Common Stock 20,000 <sup>(2)</sup>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHALAM JOHN J 180 MARCUS BLVD PO BOX 12427 HAUPPAGE, NY 11788-0518	X	X	Chairman	

## Signatures

John J. Shalam

07/27/2005

\_\_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) All shares sold pursuant to a 10b-5 trading plan.
  - (2) Option to purchase Class A common shares at an exercise price of \$5.88 per share
  - (3) The numbers were misreported in error in the original filing as 75,000, 55,000, and 35,000, respectively.

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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