#### K TEL INTERNATIONAL INC

Form 4

November 09, 2004

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005 Estimated average

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* KIVES PHILIP

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol K TEL INTERNATIONAL INC

(Check all applicable)

[KTEL]

(Last) (First) (Middle)

3. Date of Earliest Transaction

X Director X\_ Officer (give title X 10% Owner Other (specify

220 SAULTEAUX CRESCENT

(Street)

(Month/Day/Year) 11/08/2004

below) President/CEO

6. Individual or Joint/Group Filing(Check

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

3.

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

WINNIPEG, A2 R3J3W3

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

4. Securities

5. Amount of Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect

7. Nature of Indirect Beneficial Ownership (Instr. 4)

(A) Code V Amount (D) Reported Transaction(s)

(Instr. 4)

(Instr. 3 and 4)

Common Stock

11/08/2004

P 7,805,078 (1) I 600

Price

By wholly-owned corporation

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

### Edgar Filing: K TEL INTERNATIONAL INC - Form 4

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | of        | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |            | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) |                        | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Owne<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|---|---|---|-----------|--|------------|---|------------------------|---|---|
|   |   |   |   | 4, and 5) | Date   | Expiration |   | Amount                 |   |   |
|   |   |   | Code V                                  | (A) (D)   | Exercisable  | Date       | Title   | Number<br>of<br>Shares |   |   |

# **Reporting Owners**

| Reporting Owner Name / Address                                | Relationships |           |               |       |  |  |  |
|---|---------------|-----------|---------------|-------|--|--|--|
| • •   | Director      | 10% Owner | Officer       | Other |  |  |  |
| KIVES PHILIP<br>220 SAULTEAUX CRESCENT<br>WINNIPEG, A2 R3J3W3 | X             | X         | President/CEO |       |  |  |  |

## **Signatures**

Shelley D. Colquhoun, by power of attorney 11/09/2004

\*\*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) Reporting person also owns 325,336 shares of common stock through another wholly owned entity and options to purchase 1,702,939 shares of common stock.

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.

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