

CECO ENVIRONMENTAL CORP

Form 4

May 31, 2011

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
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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 *
Icarus Investment Corp.2. Issuer Name and Ticker or Trading
Symbol
CECO ENVIRONMENTAL CORP
[CECE]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
2300 YONGE STREET, SUITE
17103. Date of Earliest Transaction
(Month/Day/Year)
01/12/2011____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)(Street)
TORONTO, A6 M4P 1E44. If Amendment, Date Original
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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			
Common Stock	01/12/2011		P		7	A \$ 6.19	2,165,836	D	
Common Stock	01/12/2011		P		100	A \$ 6.13	2,165,936	D	
Common Stock	01/12/2011		P		2,000	A \$ 6.2	2,167,936	D	
Common Stock	01/12/2011		P		900	A \$ 6.18	2,168,836	D	
Common Stock	01/14/2011		P		500	A \$ 6.31	2,169,336	D	

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Common Stock	01/18/2011	P	1,000	A	\$ 6.26	2,170,336	D
Common Stock	01/25/2011	P	3,400	A	\$ 5.9	2,173,736	D
Common Stock	01/26/2011	P	3,000	A	\$ 5.75	2,176,736	D
Common Stock	01/26/2011	P	2,000	A	\$ 5.7	2,178,736	D
Common Stock	01/27/2011	P	5,000	A	\$ 5.65	2,183,736	D
Common Stock	01/27/2011	P	5,000	A	\$ 5.7	2,188,736	D

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

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(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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Report Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Icarus Investment Corp. 2300 YONGE STREET, SUITE 1710 TORONTO, A6 M4P 1E4	X

Signatures

/s/ Phillip DeZwirek,
President

05/31/2011

__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).

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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