SEC Form 4

 \square

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL 3235-0287 OMB Number:

Estimated average burden hours per response: 0.5

1. Name and Addres <u>MOUSSEAU</u>	s of Reporting Persor BRADLEY)* 	2. Issuer Name and Ticker or Trading Symbol <u>PC CONNECTION INC</u> [PCCC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title X Other (specify
(Last) PC CONNECTIO 730 MILFORD F		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/12/2003	below) below) VP of Human Resources
(Street) MERRIMACK (City)	NH (State)	03054 (Zip)	4. If Amendment, Date of 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

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)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	 Reported Transaction(s) (Instr. 3 and 4) 		(Instr. 4)

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. Transa Code (8)		5. Numb of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and	ive ies ed ed nstr.	Expiration Date of S (Month/Day/Year) Und Deri		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Incentive Stock Option (Right to Buy)	\$0	12/12/2003		А		23,148		12/12/2005 ⁽¹⁾	12/12/2010	Common Stock	23,148	\$0	23,148	D	
Non- Qualified Stock Option (Right to Buy)	\$8.64	12/12/2003		A		26,852		12/12/2005 ⁽²⁾	12/12/2010	Common Stock	26,852	\$0	26,852	D	

Explanation of Responses:

1. Option vests in three installments of 0 shares, 11,574 shares, and 11,574 shares based upon the Company's stock price for a pre-determined period of time. The earliest the first installment may vest is December 12, 2005. The second installment would vest on the first anniversary of the first installment and the third installment would vest on the anniversary of the second installment

2. Option vests in three installments of 25,000 shares, 926 shares, and 926 shares based upon the Company's stock price for a pre-determiend period of time. The earliest the first installment may vest is December 12, 2005. The second installment would vest on the first anniversary of the first installment and the third installment would vest on the anniversary of the second installment.

<u>Bradley Mousseau</u>	01/27/2004
** Signature of Reporting Person	Date

** Signature of Reporting Person

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

* 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.

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 Number.