

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

RELM WIRELESS CORP

Form: 4/A

Date Filed: 2004-02-09

Corporate Issuer CIK: 2186

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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person CORPORATE OPPORTUNITIES FUND INSTITUTIONAL LP <small>(Last) (First) (Middle)</small> 126 EAST 56TH STREET, 24TH FLOOR <small>(Street)</small> NEW YORK, NY 10022 <small>(City) (State) (Zip)</small>		2. Issuer Name and Ticker or Trading Symbol RELM WIRELESS CORP [RELM]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
		3. Date of Earliest Transaction (Month/Day/Year) 09/04/2003		6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> 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)			
Common Stock	09/03/2003		X		280,000	A	\$ 0.6	2,288,138	D (1)
Common Stock	09/03/2003		X		53,333	A	\$ 0.6	425,925	D (2)
Common Stock								20,000	D (3)

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)

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 Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Subscription Rights (right to buy)	\$ 0.6	09/03/2003		X		280,000		09/03/2003	09/15/2003	Common Stock	280,000	\$ 0	0	D (1)
Subscription Rights (right to buy)	\$ 0.6	09/03/2003		X		53,333		09/03/2003	09/15/2003	Common Stock	53,333	\$ 0	0	D (2)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CORPORATE OPPORTUNITIES FUND INSTITUTIONAL LP 126 EAST 56TH STREET, 24TH FLOOR NEW YORK, NY 10022		X		
CORPORATE OPPORTUNITIES FUND LP 126 EAST 56TH STREET, 24TH FLOOR NEW YORK, NY 10022		X		
GALE JAMES C 126 EAST 56TH STREET, 24TH FLOOR NEW YORK, NY 10022		X		
SANDERS MORRIS HARRIS INC/FA 600 TRAVIS, SUITE 3100 HOUSTON, TX 77002		X		

Signatures

James C. Gale, Manager of SMM Corporate Management, LLC, general partner of Corporate Opportunities Fund (Institutional), L.P. and Corporate Oppotunities Fund, L.P.	02/09/2004
<small>—Signature of Reporting Person</small>	Date
James C. Gale, Managing Director of Sanders Morris Harris Inc.	02/09/2004
<small>—Signature of Reporting Person</small>	Date
James C. Gale	02/09/2004
<small>—Signature of Reporting Person</small>	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) These securities are owned directly by Corporate Opportunities Fund (Institutional), L.P. and indirectly by SMM Corporate Management, LLC, the general partner of Corporate Opportunities Fund (Institutional), L.P., James C. Gale, the chief investment officer and manager of SMM Corporate Management, LLC, and Sand
- (2) These securities are owned directly by Corporate Opportunities Fund, L.P. and indirectly by SMM Corporate Management, LLC, the general partner of Corporate Opportunities Fund, L.P., James C. Gale, the chief investment officer and manager of SMM Corporate Management, LLC, and Sanders Morris Harris Inc., the o
- (3) These shares are owned directly by James C. Gale

Remarks:
This is a joint filing by Corporate Opportunities Fund (Institutional), L.P., Corporate Opportunities Fund, L.P., SMM Corporate Management, LLC, Sanders Morris Harris Inc., and James C. Gale. Corporate Opportunities Fund (Institutional), L.P. is the designated

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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				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
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<small>—Signature of Reporting Person</small>	Date
James C. Gale, Managing Director of Sanders Morris Harris Inc.	02/09/2004
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