Consylman Gina Form 4 September 12, 2012

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

**OMB APPROVAL** OMB

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

Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

Form 4 or

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

1(b).

(Middle)

(Zip)

(Print or Type Responses)

1. Name and Address of Reporting Person \* Consylman Gina

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last) (First) ANALOGIC CORP [ALOG]

(Check all applicable)

C/O ANALOGIC

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

Officer (give title below)

Director

10% Owner \_\_X\_ Other (specify below)

CORPORATION, 8 CENTENNIAL **DRIVE** 

(Street)

(State)

4. If Amendment, Date Original

Filed(Month/Day/Year)

09/10/2012

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

VP-Controller

PEABODY, MA 01960

(City)

(City)	) (State) (	Table Table	Table 1 - 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 on(A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Commo Stock	n 09/10/2012		A	206	A	\$ 0	206	D			
Commo	n 09/10/2012		F	66	D	\$ 70.04	140	D			

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

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# 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)	Transaction Derivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shares	
Restricted Stock Units	(1)	09/10/2012		A	1,594	<u>(1)</u>	<u>(1)</u>	Common Stock	1,59	
Non-Qualified Stock Options (Right to Buy)	\$ 70.04	09/10/2012		A	2,705	(2)	09/10/2019	Common Stock	2,70	

# **Reporting Owners**

Director 10% Owner Officer Other

Consylman Gina

C/O ANALOGIC CORPORATION

8 CENTENNIAL DRIVE

PEABODY, MA 01960

**VP-Controller** 

# **Signatures**

/s/ John J. Fry, by Power of Attorney For Gina Consylman

09/12/2012

\*\*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).

The number of Restricted Stock Units ("RSUs)" represents the target number of RSUs that may be earned based on the achievement of

certain performance criteria. The actual number of RSUs awarded may vary between 0 and twice the target, depending on the Company's

- (1) performance. The performance period will end on July 31, 2015. As soon as reasonably practicable thereafter, a determination will be made as to whether and to what extent the performance criteria has been met. If such criteria has been met, the RSUs earned will be converted to common stock and a like number of shares will be issued to the grantee.
- (2) The options will become exercisable in three equal installments beginning 1 year from the grant date of 9/10/2012.

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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