Morris Ryan J. Form 3 December 07, 2011

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

**OMB APPROVAL** 

**OMB** Number:

3235-0104

Expires:

response...

January 31, 2005

0.5

Estimated average burden hours per

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**SECURITIES** 

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement InfuSystem Holdings, Inc [INFU] À Meson Capital Partners LLC (Month/Day/Year) 11/29/2011 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 531 E. STATE STREET (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director Form filed by One Reporting Officer \_\_X\_\_ Other (give title below) (specify below) ITHACA, NYÂ 14850 \_X\_ Form filed by More than One Member of 10% owner group Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Ι See Footnote. (1) (2) (3) (4) Common Stock 479,876 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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.

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

1. Title of Derivative Security (Instr. 4)	Derivative Security  2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date		Amount or Number of	Derivative Security	Security: Direct (D) or Indirect	

Shares

(I) (Instr. 5)

## **Reporting Owners**

Reporting Owner Name / Address	<b>;</b>	Relationships					
1 8	Director	10% Owner	Officer	Other			
Meson Capital Partners LLC 531 E. STATE STREET ITHACA, NY 14850	Â	Â	Â	Member of 10% owner group			
Meson Capital Partners LP 531 E. STATE STREET ITHACA, NY 14850	Â	Â	Â	Member of 10% owner group			
Morris Ryan J. 531 E. STATE STREET ITHACA, NY 14850	Â	Â	Â	Member of 10% owner group			

## **Signatures**

/s/ Ryan J. Morris, individually, and as Managing Partner of Meson Capital Partners LLC and Manager of Meson Capital Partners LP

12/07/2011

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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).

Meson Capital Partners LP ("Meson LP") beneficially owns and has voting and dispositive power over 446,450 shares of Common Stock (the "Meson LP Shares"). Meson LP disclaims beneficial ownership of the Morris Shares (defined below.) As the general partner of Meson LP, Meson Capital Partners LLC ("Meson LLC") may be deemed to have the shared power to vote or direct the vote of (and the

- (1) shared power to dispose or direct the disposition of) the Meson LP shares. Meson LLC does not own any shares of Common Stock directly and disclaims beneficial ownership of the Meson LP shares. As managing member of Meson LLC, Ryan J. Morris may be deemed to have the shared power to vote or direct the vote of (and the shared power to dispose or direct the disposition of) any shares of Common Stock beneficially owned by Meson LLC.
- Mr. Morris individually beneficially owns and has voting and dispositive power over 33,426 shares of Common Stock (the "Morris Shares") Mr. Morris disclaims beneficial ownership of any shares of Common Stock beneficially owned by Meson LLC. As an entity which is managed by Mr. Morris, Meson LLC may be deemed to have the shared power to vote or direct the vote of (and the shared power to dispose or direct the disposition of) the Morris Shares. Meson disclaims beneficial ownership of the Morris Shares.
  - On December 6, 2011, Meson LLC, Meson LP and Mr. Morris (collectively, the "Reporting Persons"), and certain other persons made a joint filing on Schedule 13D with the Securities and Exchange Commission under Section 13(d) of the Securities Exchange Act of 1934,
- (3) as amended, and therefore may be deemed to beneficially own Common Stock beneficially owned by the other persons in such joint filing. The Reporting Persons disclaim beneficial ownership of any any pecuniary interest in any shares of Common Stock beneficially owned by such other persons.
- This Form 3 filing shall not be deemed an admission that any Reporting Person is a beneficial owner of any shares of Common Stock for any purpose, other than the Common Stock reported in Table I, or that any Reporting Person is a member of a "group." This Form 3 does not reflect Common Stock owned by any person other than the Reporting Persons.

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.

Reporting Owners 2