

UROPLASTY INC  
Form 4  
November 10, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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, 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 \*  
Lee A Jones

(Last) (First) (Middle)  
54 LOCKE LAKE RD  
(Street)  
FRIDLEY, MN 55432  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
UROPLASTY INC [UPI]

3. Date of Earliest Transaction (Month/Day/Year)  
11/08/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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)	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 Ownership (Instr. 4)
common stock	11/08/2010		M	V	45,000 A \$ 1.82 55,725 <sup>(1)</sup>	D	
common stock	11/08/2010		S	D	\$ 5.601 29,960 <sup>(1)</sup> <sub>(3)</sub>	D	

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

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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. An or Nu of
non-qualified stock options	\$ 1.82	11/08/2010		M	45,000	08/28/2006 <sup>(2)</sup> 08/27/2011	common stock	4
non-qualified stock options	\$ 0.77					09/15/2009 <sup>(2)</sup> 09/14/2014	common stock	1
non-qualified stock options	\$ 4.16					09/14/2011 09/13/2017	common stock	6

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lee A Jones 54 LOCKE LAKE RD FRIDLEY, MN 55432		X		

## Signatures

Larry Bakeman 11/10/2010  
 \*\*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).
- (1) Includes 3,625 shares of restricted stock subject to risk of forfeiture that lapses six months from the grant date (September 14, 2010).
- (2) Fully vested.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions pursuant to a 10b5-1 plan adopted by Ms. Jones in September 2010 at prices ranging from \$5.50 to \$5.72 per share, inclusive. The reporting person undertakes to provide to Uroplasty, Inc., any security holder of Uroplasty, Inc, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote (3) .

### Remarks:

Signature is on behalf of Ms. Jones

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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