

HERREGRAVEN MARC

Form 4

June 09, 2011

**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 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

## OMB APPROVAL

OMB  
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2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HERREGRAVEN MARC

(Last) (First) (Middle)

UROPLASTY, INC., 5420 FELTL  
ROAD

(Street)

MINNETONKA, MN 55343

(City) (State) (Zip)

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

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

06/07/2011

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

Vice President Manufacturing

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                          | Amount                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                                             |
| common<br>stock                       | 06/07/2011                              |                                                             | A                                    |                                                                            | 3,150                                                                                                              | A                                                                    | \$ 0                                                              |
|                                       |                                         |                                                             |                                      |                                                                            | 33,850                                                                                                             | (1) (2)                                                              | D                                                                 |

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  
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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)**

## Edgar Filing: HERREGRAVEN MARC - Form 4

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4) |                    |                 |                                         |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|------------------------------------------------------------------------|--------------------|-----------------|-----------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                               | (A)                                                            | (D) | Date Exercisable                                                       | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Securities |
| non-qualified<br>stock options                      | \$ 2.65                                                               |                                         |                                                             |                                         |                                                                                                                 |                                                                |     | (3)                                                                    | 02/01/2014         | common<br>stock | 5,000                                   |
| non-qualified<br>stock options                      | \$ 4.31                                                               |                                         |                                                             |                                         |                                                                                                                 |                                                                |     | (3)                                                                    | 07/02/2012         | common<br>stock | 20,000                                  |
| non-qualified<br>stock options                      | \$ 3.15                                                               |                                         |                                                             |                                         |                                                                                                                 |                                                                |     | (3)                                                                    | 06/23/2013         | common<br>stock | 20,000                                  |
| non-qualified<br>stock options                      | \$ 0.85                                                               |                                         |                                                             |                                         |                                                                                                                 |                                                                |     | (3)                                                                    | 06/04/2014         | common<br>stock | 30,000                                  |
| non-qualified<br>stock options                      | \$ 4.94                                                               |                                         |                                                             |                                         |                                                                                                                 |                                                                |     | 06/08/2011 <sup>(4)</sup>                                              | 06/07/2017         | common<br>stock | 6,500                                   |
| non-qualified<br>stock options                      | \$ 7.98                                                               | 06/07/2011                              |                                                             | A                                       |                                                                                                                 | 4,100                                                          |     | 06/07/2012 <sup>(4)</sup>                                              | 06/06/2018         | common<br>stock | 4,100                                   |

## Reporting Owners

| Reporting Owner Name / Address                                                 | Relationships                    |
|--------------------------------------------------------------------------------|----------------------------------|
|                                                                                | Director 10% Owner Officer Other |
| HERREGRAVEN MARC<br>UROPLASTY, INC.<br>5420 FELTL ROAD<br>MINNETONKA, MN 55343 | Vice President Manufacturing     |

## Signatures

Larry Bakeman 06/09/2011

<sup>\*\*</sup>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 3,825 shares of restricted stock subject to risk of forfeiture that lapses with respect to one third of such shares on each of the second, third and fourth anniversaries of the grant date (June 8, 2010).
- (2) Includes 3,150 shares of restricted stock subject to risk of forfeiture that lapses with respect to one fourth of such shares on each of the first, second, third and fourth anniversaries of the grant date (June 7, 2011).

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- (3) Fully vested.
- (4) Becomes exercisable with respect to one-third of the shares on the first, second and third anniversaries of the grant date (the grant date being one year prior to such date).

### Remarks:

Signature is on behalf of Mr. Herregraven.

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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