

ATRION CORP  
Form 4  
January 06, 2015

**FORM 4**

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

OMB APPROVAL

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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 \*  
**STRICKLAND JEFFERY**

(Last) (First) (Middle)

**ONE ALLENTOWN PKWY**

(Street)

**ALLEN, TX 75002**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**ATRION CORP [ATRI]**

3. Date of Earliest Transaction (Month/Day/Year)  
**01/02/2015**

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)  
**Vice President and CFO**

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |                                   |
| Common Stock                    | 03/18/2014                           |  | G                              | V 130 D \$ 0 7,519  |   | D  |                                   |
| Common Stock                    | 05/16/2014                           |  | G                              | V 100 D \$ 0 7,419  |   | D  |                                   |
| Common Stock                    | 06/19/2014                           |  | G                              | V 250 D \$ 0 7,169  |   | D  |                                   |
| Common Stock                    | 11/10/2014                           |  | G                              | V 150 D \$ 0 7,019  |   | D  |                                   |

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

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(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. Pr Deriv Secur (Instr. 3 and 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|------------------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                              | Amount or Number of Shares |
| Restricted Stock Units                     | <u>(1)</u>   | 01/02/2015                           |  | A                              | 12.36   | <u>(2)</u>   | <u>(2)</u>  | Common Stock                       | 12.36                      |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships                    |
|---|----------------------------------|
|   | Director 10% Owner Officer Other |
| STRICKLAND JEFFERY<br>ONE ALLENTOWN PKWY<br>ALLEN, TX 75002 | Vice President and CFO           |

## Signatures

Jeffery Strickland  
01/06/2015  
\*\*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) Dividend Equivalents credited as Restricted Stock Units under the Amended and Restated Atrion Corporation 2006 Equity Incentive Plan. Each Restricted Stock Unit represents the contingent right to receive one
- (2) 1,182.40 Restricted Stock Units vest on May 18, 2017, and 319.33 Restricted Stock Units vest on May 22, 2019, provided the reporting person is employed by Atrion Corporation or a subsidiary on such dates. At such times, the Restricted Stock Units will convert into shares of Atrion Corporation common stock on a one-for-one basis, with such shares of common stock to be delivered to the reporting person

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.