

Edgar Filing: UROPLASTY INC - Form SC 13G

UROPLASTY INC  
Form SC 13G  
August 12, 2002

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. )\*

UROPLASTY, INC.  
(Name of Issuer)

COMMON STOCK  
(Title of Class of Securities)

917277204  
(CUSIP Number)

July 12, 2002  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1. NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS

TURN OF THE TIDE, A WISCONSIN LIMITED PARTNERSHIP  
#39-1420337

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a)   
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

WISCONSIN, U.S.A.

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

5. SOLE VOTING POWER

377,500

6. SHARED VOTING POWER

None

7. SOLE DISPOSITIVE POWER

None

8. SHARED DISPOSITIVE POWER

None

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

377,500

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

8.5%

12. TYPE OF REPORTING PERSON

PN

CUSIP No. 917277204

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1. NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS

HEARTLAND VALUE MANAGER, LLC

#39-1997771

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2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)   
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

WISCONSIN, U.S.A.

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

5. SOLE VOTING POWER

None

6. SHARED VOTING POWER

None

7. SOLE DISPOSITIVE POWER

None

8. SHARED DISPOSITIVE POWER

None

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.0%

12. TYPE OF REPORTING PERSON

OO

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1. NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS

WILLIAM J. NASGOVITZ

395-42-0703

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)   
(b)

3. SEC USE ONLY

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4. CITIZENSHIP OR PLACE OF ORGANIZATION

WISCONSIN, U.S.A.

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5. SOLE VOTING POWER  None  6. SHARED VOTING POWER  None  7. SOLE DISPOSITIVE POWER  None  8. SHARED DISPOSITIVE POWER  None
--	--

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.0%

12. TYPE OF REPORTING PERSON

IN

CUSIP No. 917277204

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Item 1.

(a) Name of Issuer: Uroplasty, Inc.  
-----

(b) Address of Issuer's Principal Executive Offices:  
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2718 Summer Street NE  
Minneapolis, MN 55413-2820

Item 2.

(a) Name of Person Filing:  
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- (1) Turn of the Tide, a Wisconsin Limited Partnership
- (2) William J. Nasgovitz
- (3) Heartland Value Manager, LLC

(b) Address of Principal Business Office:  
-----

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(1) 789 North Water Street  
Milwaukee, WI 53202

(2) 789 North Water Street  
Milwaukee, WI 53202

(3) 789 North Water Street  
Milwaukee, WI 53202

(c) Citizenship: Turn of the Tide is a Wisconsin Limited Partnership.  
-----

William J. Nasgovitz - U.S.A. Heartland Value Manager  
is a Wisconsin Limited Liability Company.

(d) Title of Class of Securities: Common Stock  
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(e) CUSIP Number: 917277204  
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Item 3. The persons filing this Schedule 13G are Turn of the Tide, a Wisconsin Limited partnership, Heartland Value Manager, LLC, a general partner of Turn of the Tide, and William J. Nasgovitz, principal shareholder of the parent of Heartland Value Manager, LLC. Mr. Nasgovitz joins in this filing pursuant to SEC staff positions authorizing certain individuals in similar situations to join in a filing with a controlled entity eligible to file on Schedule 13G. The reporting persons do not admit that they constitute a group.

Item 4. Ownership.  
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(a) Amount beneficially owned:  
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377,500 shares. In addition, these same shares may be deemed beneficially owned within the meaning of Rule 13d-3 of the Securities Exchange Act of 1934 by (1) Heartland Value Manager, LLC, as a general partner of Turn of the Tide; and (2) William J. Nasgovitz, as a result of his position with Heartland Value Manager, LLC and as a principal shareholder of the parent company of Heartland Value Manager, LLC.

(b) Percent of Class:  
-----

8.5%

(c) For information on voting and dispositive power with respect to the above listed shares, see Items 5-8 of the Cover Page.

Item 5. Ownership of Five Percent or Less of a Class.  
-----

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: [ ]

Item 6. Ownership of more than Five Percent on Behalf of Another Person.  
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Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not Applicable.

Item 8. Identification and Classification of Members of the Group.

Not Applicable.

Item 9. Notice of Dissolution of Group.

Not Applicable.

Item 10. Certification.

By signing below, the undersigned certify that, to the best of their knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

DATE: August 9, 2002

WILLIAM J. NASGOVITZ

TURN OF THE TIDE, A WISCONSIN LIMITED PARTNERSHIP

By: /s/ PAUL T. BESTE

-----

Paul T. Beste

By: /s/ HEARTLAND VALUE MANAGER, LLC

-----

General Partner

As Attorney in Fact for William J. Nasgovitz

By: /s/ PAUL T. BESTE

-----

Paul T. Beste

HEARTLAND VALUE MANAGER, LLC

By: /s/ PAUL T. BESTE

-----

Paul T. Beste

EXHIBIT INDEX

Exhibit 1 Joint Filing Agreement

EXHIBIT 1

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Joint Filing Agreement

The undersigned persons agree and consent to the joint filing on their behalf of this Schedule 13G in connection with their beneficial ownership of UROPLASTY, Inc. at July 12, 2002.

TURN OF THE TIDE, A WISCONSIN LIMITED PARTNERSHIP

By: /s/ HEARTLAND VALUE MANAGER, LLC  
-----  
General Partner

By: /s/ PAUL T. BESTE  
-----  
Paul T. Beste

HEARTLAND VALUE MANAGER, LLC

By: /s/ PAUL T. BESTE  
-----  
Paul T. Beste

WILLIAM J. NASGOVITZ

By: /s/ PAUL T. BESTE  
-----  
Paul T. Beste  
As Attorney in Fact for William J. Nasgovitz