

UROPLASTY INC

Form 4

June 25, 2008

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KAYSEN DAVID B**

(Last) (First) (Middle)

5420 FELTL RD

(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)  
06/24/2008

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)

President, CEO

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) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| common<br>stock                       |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                           | 14,250                                                                                                             | 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)**

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. 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. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or 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>Underlying Securities<br>(Instr. 3 and 4) |                    |                 |                            |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|------------------------------------------------------------------|--------------------|-----------------|----------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V                                                                                                            | (A)                                                            | (D) | Date Exercisable                                                 | Expiration<br>Date | Title           | Amount<br>Number<br>Shares |
| stock<br>options                                    | \$ 3.15                                                            | 06/24/2008                              |                                                             | A                                    |                                                                                                              | 16,667                                                         |     | 06/24/2008                                                       | 06/23/2013         | Common<br>Stock | 16,667                     |
| stock<br>options                                    | \$ 3.15                                                            | 06/24/2008                              |                                                             | A                                    |                                                                                                              | 16,667                                                         |     | 06/24/2009                                                       | 06/23/2013         | Common<br>Stock | 16,667                     |
| stock<br>options                                    | \$ 3.15                                                            | 06/24/2008                              |                                                             | A                                    |                                                                                                              | 16,667                                                         |     | 06/24/2010                                                       | 06/23/2013         | Common<br>Stock | 16,667                     |
| stock<br>options                                    | \$ 2.45                                                            |                                         |                                                             |                                      |                                                                                                              |                                                                |     | 05/18/2008                                                       | 05/17/2016         | Common<br>Stock | 300,000                    |
| stock<br>options                                    | \$ 4.31                                                            |                                         |                                                             |                                      |                                                                                                              |                                                                |     | 07/03/2007                                                       | 07/02/2012         | Common<br>Stock | 16,667                     |
| stock<br>options                                    | \$ 4.31                                                            |                                         |                                                             |                                      |                                                                                                              |                                                                |     | 07/03/2008                                                       | 07/02/2012         | Common<br>Stock | 16,667                     |
| stock<br>options                                    | \$ 4.31                                                            |                                         |                                                             |                                      |                                                                                                              |                                                                |     | 07/03/2009                                                       | 07/02/2012         | Common<br>Stock | 16,667                     |
| restricted<br>stock unit                            | (1)                                                                |                                         |                                                             |                                      |                                                                                                              |                                                                |     | 05/27/2009(2)                                                    | (2)                | Common<br>Stock | 6,000                      |

## Reporting Owners

| Reporting Owner Name / Address                          | Relationships |           |                |       |
|---------------------------------------------------------|---------------|-----------|----------------|-------|
|                                                         | Director      | 10% Owner | Officer        | Other |
| KAYSEN DAVID B<br>5420 FELTL RD<br>MINNETONKA, MN 55343 |               |           | President, CEO |       |

## Signatures

Larry Bakeman                      06/25/2008

\_\_\_\_\_  
Signature of                      Date  
Reporting Person

## 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) Each restricted stock unit represents a contingent right to receive one share of Uroplasty, Inc. common stock.

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- (2) The restricted stock units will vest on 5/27/2009 contingent upon continued employment through such date.
- (3) Restricted stock units which are eligible for dividend and voting equivalent rights.
- (4) Options that are exercisable within 60 days of June 24, 2008
- (5) Price is not applicable as this is an award with the right to exercise after completing the requisite service period.

### Remarks:

Signature is on behalf of Mr. Kaysen

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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