

UROPLASTY INC

Form 4

August 27, 2007

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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(Print or Type Responses)

1. Name and Address of Reporting Person *
HEINEMANN LARRY R

(Last) (First) (Middle)

558 PERCH LAKE RD

(Street)

HUDSON, WI 54016

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
08/27/2007

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) below)

VP of Global Sales

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 Indirect Beneficial Ownership (Instr. 4)
common stock	08/27/2007	08/27/2007	X	40,000 A	\$ 1.1	126,417 ⁽³⁾	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
required to respond unless the form
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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 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. De Se (In
				Code	V	(A)	(D)	Title	Amount or Number of Shares
stock options	\$ 1.1	08/27/2007	08/27/2007	X		8,000	09/04/2002 09/04/2007	common stock	8,000
stock options	\$ 1.1	08/27/2007	08/27/2007	X		8,000	09/04/2003 09/04/2007	common stock	8,000
stock options	\$ 1.1	08/27/2007	08/27/2007	X		8,000	09/04/2004 09/04/2007	common stock	8,000
stock options	\$ 1.1	08/27/2007	08/27/2007	X		8,000	09/04/2005 09/04/2007	common stock	8,000
stock options	\$ 1.1	08/27/2007	08/27/2007	X		8,000	09/04/2006 09/04/2007	common stock	8,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HEINEMANN LARRY R 558 PERCH LAKE RD HUDSON, WI 54016			VP of Global Sales	

Signatures

Larry Bakeman 08/27/2007

**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 81,667 shares that Mr. Heinemann may acquire upon the exercise of options that are exercisable within 60 days of August 27, 2007.
- (2) The price is not applicable as this is not the sale of a derivative security but rather the exercise of a derivative security.
- (3) Includes 44,750 shares and 81,667 shares that Mr. Heinemann may acquire upon the exercise of options that are exercisable within 60 days of August 27, 2007.

Remarks:

Signature is on behalf of Mr. Heinemann

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.