

ATRION CORP  
Form 4/A  
January 06, 2015

**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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response... 0.5

(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)  
**01/06/2015**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

Vice President and CFO

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

Partnership

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 displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 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<br>of Derivative<br>Securities<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 of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Pr<br>Deriv<br>Secu<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|----------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V                                                                                                   | (A)                                                            | (D)                                                                 |                                  |
| Restricted<br>Stock<br>Units                        | (1)                                                                | 01/02/2015                              |                                                             | A                                    | 12.36                                                                                               | (2)                                                            | (2)                                                                 | Common<br>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 01/06/2014

\*\*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 share of Atrion Corporation Common Stock.

(2)

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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.

### Remarks:

This amendment is being filed to correct the Form of Ownership in Table 1 and to add the inadvertently omitted part of Footnote

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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