VITAL IMAGES INC

Form 4 March 23, 2007

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

**OMB APPROVAL** 

3235-0287

Expires:

January 31, 2005

0.5

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if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(City)

(State)

(Zin)

(Print or Type Responses)

1. Name and Address of Reporting Person * ANDERSEN STEPHEN S			2. Issuer Name and Ticker or Trading Symbol VITAL IMAGES INC [VTAL]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(encert un applicable)			
			(Month/Day/Year)	Director 10% Owner			
5850 OPUS PARKWAY, SUITE 300			03/21/2007	_X_ Officer (give title Other (spective) below)  VP-Vital Images Europe			
(Street) MINNETONKA, MN 55343			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Che			
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State)	Tabl	e I - Non-D	<b>Derivative</b>	Secui	rities Acqu	ired, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			Securities Ownership Indirect Beneficially Form: Direct Bene Owned (D) or Ownership Indirect (I) (Instruction)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common	03/21/2007		Code V	Amount 4,800	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4) 9,742	(Instr. 4)	
Stock (1) Common Stock (1)	03/21/2007		M	200	A	12.599 \$ 9.6	9,942	D	
Common Stock (1)	03/21/2007		S	4,500	D	\$ 34	5,442	D	

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

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#### number.

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. Transactic Code (Instr. 8)	Transaction Derivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (right to buy)	\$ 12.599	03/21/2007		M	4,800	(2)	02/05/2012	Common Stock	4,800	3
Employee Stock Option (right to buy)	\$ 9.6	03/21/2007		M	200	(3)	02/06/2011	Common Stock	200	

# **Reporting Owners**

Panarting Owner Name / Address	Relationships

Director 10% Owner Officer Other

ANDERSEN STEPHEN S 5850 OPUS PARKWAY SUITE 300 MINNETONKA, MN 55343

VP-Vital Images Europe

# **Signatures**

/s/ Stephen S. 03/22/2007 Andersen

\*\*Signature of Reporting Date
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) Transaction made pursuant to plan adopted under Rule 10b5-1.

Reporting Owners 2

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- (2) Original grant of 15,000 vested as to 28% on February 5, 2005, and 2% per month until fully vested.
- (3) Original grant of 10,000 vested as to 28% on February 6, 2004, and 2% per month until fully vested.

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.