#### VANNIER MICHAEL WALTER

Form 4 June 17, 2011

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL** OMB

3235-0287 Number: January 31,

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Check this box if no longer subject to Section 16. Form 4 or

**SECURITIES** Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations

may continue. See Instruction 1(b).

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and A VANNIER I	•	_	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
<i>a</i>	(E' 1)	AC 111 \	VITAL IMAGES INC [VTAL]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
			(Month/Day/Year)	X Director 10% Owner			
5850 OPUS PARKWAY, SUITE			06/15/2011	Officer (give title Other (specify			
300				below) below)			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			
			•	_X_ Form filed by One Reporting Person			
MINNETONKA, MN 55343		53/13		Form filed by More than One Reporting			
WIININETONIKA, WIN 33343				Person			
(City)	(State)	(Zip)	Table I - Non-Derivative Securities A	acquired, Disposed of, or Beneficially Owned			

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1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	Acquired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Dispo	sed of (D)	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(Instr. 3, 4 aı	d 5)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)			Owned	Indirect (I)	Ownership
						Following	(Instr. 4)	(Instr. 4)
				( )	`	Reported		
				(A		Transaction(s)		
			C 1 W	0		(Instr. 3 and 4)		
			Code V	Amount (I	) Price			
Common Stock	06/15/2011		U	3,000 D	\$ 18.75	0	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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. Transactic Code (Instr. 8)	5. Number coof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day.	Pate	7. Title and a Underlying S (Instr. 3 and	Securities	8. I Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Director Stock Option (right to buy)	\$ 15.6099	06/15/2011		D	5,000	<u>(1)</u>	06/04/2013	Common Stock	5,000	\$ 3
Director Stock Option (right to buy)	\$ 10.83	06/15/2011		D	7,600	<u>(1)</u>	05/15/2014	Common Stock	7,600	\$
Director Stock Option (right to buy)	\$ 15.36	06/15/2011		D	7,500	<u>(1)</u>	05/12/2015	Common Stock	7,500	\$

# **Reporting Owners**

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
VANNIER MICHAEL WALTER 5850 OPUS PARKWAY SUITE 300 MINNETONKA, MN 55343	X					

# **Signatures**

Vannier, M.D.	06/17/2011			
**Signature of Reporting Person	Date			

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## **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).
  - To the extent not previously vested, this option became exercisable in full in connection with the acquisition of a majority of the company's outstanding shares of common stock on a fully diluted basis by Magenta Corporation pursuant to Magenta Corporation's
- (1) tender offer for all of the company's outstanding shares of common stock. This option was cancelled in exchange for a cash payment representing the difference between (a) \$18.75 multiplied by the number of shares subject to the option and (b) the aggregate exercise price for all shares subject to the option.

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.