## Edgar Filing: PERRY RASHELLE - Form 4

PERRY RA Form 4	SHELLE											
May 31, 20	11											
FORM		STATES	SECU	RITIF	S A	AND FX	сна	NGE C	OMMISSION		APPROVAL	
		STATES				, D.C. 20			011111155101	OMB Number:	3235-0287	
Check th if no lon subject to Section Form 4 Form 5 obligation may con See Inst	nger to 16. or Filed pur ons stinue.	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 20(b) of the Investment Company Act of 1940									January 31, 2005 I average burs per 0.5	
1(b). (Print or Type	Responses)											
PERRY RASHELLE Symb				RIT MEDICAL SYSTEMS INC					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Month				ate of Earliest Transaction nth/Day/Year) 27/2011					Director 10% Owner X_ Officer (give title Other (specify below) Chief Legal Officer			
SOUTH JC	(Street) DRDAN, UT 8409	5	4. If Am Filed(Mc			ate Origina r)	1		6. Individual or Jo Applicable Line) _X_ Form filed by M Person	One Reporting	Person	
(City)	(State)	(Zip)	Tab	le I - No	o <b>n-</b> ]	Derivative	Secur	ities Aca	uired, Disposed o	f. or Benefici	allv Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Transaction Date 2A. Deemed			etic 8)	4. Securiti or(A) or Dis (Instr. 3, 4	(A) or	quired of (D)	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, No Par Value	05/27/2011			Code M	V	Amount 18,594	(D) A	Price \$ 7.79	21,770	D		
Common Stock, No Par Value	05/27/2011			S		12,335	D	\$ 18.75	9,435	D		
Common Stock, No Par Value									643 <u>(1)</u>	D		
Common Stock, No									44	Ι	By 401(k)plan	

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#### Par Value

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.

# 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)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Am Underlying Sec (Instr. 3 and 4)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	A Title N o
Non-qualified stock options (right to buy)	\$ 7.79	05/27/2011		М		18,594	02/06/2004(2)	02/06/2013	Common Stock
Non-qualified stock options (right to buy)	\$ 17.34						12/13/2004 <u>(3)</u>	12/13/2013	Common Stock
Non-qualified stock options (right to buy)	\$ 11.05						06/10/2004	06/10/2014	Common Stock
Non-qualified stock options (right to buy)	\$ 12.02						12/18/2004	12/18/2014	Common Stock
Non-qualified stock options (right to buy)	\$ 9.71						12/28/2005	12/28/2015	Common Stock
Non-qualified stock options (right to buy)	\$ 9.7						06/27/2008 <u>(4)</u>	06/27/2014	Common Stock
Non-qualified stock options (right to buy)	\$ 11.53						05/21/2009 <u>(5)</u>	05/21/2015	Common , Stock

(6)

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
PERRY RASHELLE 1600 W. MERIT PARKWAY SOUTH JORDAN, UT 84095			Chief Legal Officer					
Signatures								
Gregory L. Barnett, Attorney-in-Fact		05/31/2011	1					
**Signature of Reporting Person		Date						
Explanation of Responses:								
* If the form is filed by more than one reporting person, <i>see</i> 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) Acquired under the Employee Stock Purchase Plan.
- (2) Become exercisable in equal annual installments of 20% commencing 02/06/04.
- (3) Become exercisable in equal annual installments of 20% commencing 12/13/04.
- (4) Become exercisable in equal annual installments of 20% commencing 06/27/08.
- (5) Become exercisable in equal annual installments of 20% commencing 05/21/09.
- (6) Represents plan holdings as of 05/26/11.

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.