

ATRION CORP
Form 4
January 08, 2010

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
STUPP JOHN P JR

(Last) (First) (Middle)
3800 WEBER ROAD
(Street)

ST LOUIS, MO 63125

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ATRION CORP [ATRI]

3. Date of Earliest Transaction
(Month/Day/Year)
01/07/2010

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)

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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	01/07/2010		M	A	\$ 12.3125	18,896	D
Common Stock	01/07/2010		M	A	\$ 22.5	20,896	D
Common Stock	01/07/2010		M	A	\$ 26.13	22,896	D
Common Stock	01/07/2010		M	A	\$ 29.3	24,896	D
Common Stock	01/07/2010		M	A	\$ 46	26,896	D
	01/07/2010		F	D	\$ 164.5	25,240	D

Common
Stock

Common
Stock

135,000 I

By Stupp
Bros., Inc.
(1)

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

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities (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. Amount or Number of Shares
Stock Options	\$ 12.3125	01/07/2010		M	2,000	07/10/2000 07/09/2010	Common Stock	2,000
Stock Options	\$ 22.5	01/07/2010		M	2,000	07/10/2001 07/09/2011	Common Stock	2,000
Stock Options	\$ 26.13	01/07/2010		M	2,000	07/10/2002 07/09/2012	Common Stock	2,000
Stock Options	\$ 29.3	01/07/2010		M	2,000	07/10/2003 07/09/2013	Common Stock	2,000
Stock Options	\$ 46	01/07/2010		M	2,000	02/09/2005 02/09/2010	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STUPP JOHN P JR 3800 WEBER ROAD ST LOUIS, MO 63125		X		

Signatures

Jeffery Strickland,
Attorney-in-Fact

01/08/2010

__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) Mr. Stupp shares voting power and investment power as a director and executive officer and as a voting trustee of a voting trust which owns 100% of the voting stock of Stupp Bros., Inc.
 - (2) Does not include 197.36 Deferred Stock Units held by the reporting person

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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