

Goepfrich Peter J  
Form 4  
June 17, 2011

**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

OMB  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Goepfrich Peter J

(Last) (First) (Middle)

5850 OPUS PARKWAY, SUITE  
300

(Street)

MINNETONKA, MN 55343-4414

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

VITAL IMAGES INC [VTAL]

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

06/15/2011

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)

CFO

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)
			Code	V	Amount	(D)	Price

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  
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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 Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option(right to buy)	\$ 15.25	06/15/2011	D		75,000		<u>(1)</u>	01/11/2013	Common Stock	75,000	
Employee Stock Option(right to buy)	\$ 15.11	06/15/2011	D		10,000		<u>(1)</u>	03/11/2013	Common Stock	10,000	
Employee Stock Option(right to buy)	\$ 8.79	06/15/2011	D		17,600		<u>(1)</u>	03/02/2014	Common Stock	17,600	
Employee Stock Option(right to buy)	\$ 15.99	06/15/2011	D		15,000		<u>(1)</u>	03/02/2015	Common Stock	15,000	
Employee Stock Option(right to buy)	\$ 14.79	06/15/2011	D		16,000		<u>(1)</u>	03/01/2016	Common Stock	16,000	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Goepfrich Peter J 5850 OPUS PARKWAY SUITE 300 MINNETONKA, MN 55343-4414			CFO	

## Signatures

Peter J  
Goepfrich

06/17/2011

                    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).

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.

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