

SHARPS COMPLIANCE CORP  
Form 4  
October 11, 2013

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
TUSA DAVID P

2. Issuer Name and Ticker or Trading Symbol  
SHARPS COMPLIANCE CORP  
[SMED]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
9220 KIRBY DRIVE, SUITE 500  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
10/11/2013

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
CEO and President

HOUSTON, TX 77054

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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  | (A) or (D)   | Price   |
| Sharps Compliance Common Stock  | 10/11/2013                           |  | J(1)                           |   | 14,403<br>(1)   | D  | (1)   |
|                                 |                                      |  |                                |   | 115,000   | D  |   |

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

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SEC 1474  
(9-02)

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**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 Acquired (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 Security (Instr. 3 and 4) |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
| Employee Stock Options                     | \$ 2.1   | 10/11/2013                           |  | J <sup>(2)</sup>               | 50,000  | 06/06/2009 <sup>(3)</sup>                                | 11/06/2015  | Common Stock | 50,000                     |
| Employee Stock Options                     | \$ 4.45  | 10/11/2013                           |  | J <sup>(2)</sup>               | 50,000  | 06/14/2013 <sup>(4)</sup>                                | 06/14/2017  | Common Stock | 50,000                     |
| Employee Stock Options                     | \$ 8.5   | 10/11/2013                           |  | J <sup>(2)</sup>               | 30,000  | 07/28/2012 <sup>(5)</sup>                                | 07/28/2016  | Common Stock | 30,000                     |
| Employee Stock Options                     | \$ 3.98  | 10/11/2013                           |  | J <sup>(2)</sup>               | 15,625  | 11/17/2012 <sup>(6)</sup>                                | 11/17/2018  | Common Stock | 15,625                     |

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships |           |                   |       |
|--|---------------|-----------|-------------------|-------|
|  | Director      | 10% Owner | Officer           | Other |
| TUSA DAVID P<br>9220 KIRBY DRIVE<br>SUITE 500<br>HOUSTON, TX 77054 | X             |           | CEO and President |       |

## Signatures

Michelle Toro 10/11/2013  
 \*\*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) Stock transferred pursuant to court approved divorce decree.
- (2) Stock options transferred pursuant to court approved divorce decree.
- (3)

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Stock options issued on November 6, 2008 under the Sharps Compliance 1993 Stock Plan; exercisable since June 6, 2009; expires November 6, 2015.

- (4) Stock options issued on June 14, 2010 under the Sharps Compliance 1993 Stock Plan; exercisable since June 14, 2013; expires June 14, 2017.
- (5) Stock options issued on July 28, 2009 under the Sharps Compliance 1993 Stock Plan; exercisable since July 28, 2012; expires July 28, 2016.
- (6) Stock options issued on November 17, 2011 under the Sharps Compliance 2010 Stock Plan; exercisable since November 17, 2012; expires November 17, 2018.

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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