

UROPLASTY INC  
Form 4  
August 27, 2007

**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 \*  
**HEINEMANN LARRY R**

(Last) (First) (Middle)  
**558 PERCH LAKE RD**  
  
(Street)

**HUDSON, WI 54016**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**UROPLASTY INC [UPI]**

3. Date of Earliest Transaction (Month/Day/Year)  
**08/27/2007**

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)  
**VP of Global Sales**

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 Ownership (Instr. 4)
				(A) or (D) Price			
common stock	08/27/2007	08/27/2007	X	40,000 A	\$ 1.1 126,417 <sup>(3)</sup>	D	

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.**

SEC 1474 (9-02)

**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. 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 Securities (Instr. 3 and 4)	8. Amount or Number of Shares
stock options	\$ 1.1	08/27/2007	08/27/2007	X	8,000	09/04/2002 09/04/2007	common stock	8,000
stock options	\$ 1.1	08/27/2007	08/27/2007	X	8,000	09/04/2003 09/04/2007	common stock	8,000
stock options	\$ 1.1	08/27/2007	08/27/2007	X	8,000	09/04/2004 09/04/2007	common stock	8,000
stock options	\$ 1.1	08/27/2007	08/27/2007	X	8,000	09/04/2005 09/04/2007	common stock	8,000
stock options	\$ 1.1	08/27/2007	08/27/2007	X	8,000	09/04/2006 09/04/2007	common stock	8,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HEINEMANN LARRY R 558 PERCH LAKE RD HUDSON, WI 54016			VP of Global Sales	

## Signatures

Larry Bakeman                      08/27/2007  
 \*\*Signature of                      Date  
 Reporting Person

## 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) Includes 81,667 shares that Mr. Heinemann may acquire upon the exercise of options that are exercisable within 60 days of August 27, 2007.
- (2) The price is not applicable as this is not the sale of a derivative security but rather the exercise of a derivative security.
- (3) Includes 44,750 shares and 81,667 shares that Mr. Heinemann may acquire upon the exercise of options that are exercisable within 60 days of August 27, 2007.

**Remarks:**

Signature is on behalf of Mr. Heinemann

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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