

Elia Michael R
Form 4
August 24, 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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Elia Michael R

(Last) (First) (Middle)

24 INDUSTRIAL PARK ROAD
WEST

(Street)

TOLLAND, CT 06084

(City) (State) (Zip)

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

GERBER SCIENTIFIC INC [GRB]

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

08/22/2011

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

EVP and CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	(A) or (D)	Price
Common Stock	08/22/2011		D		20,823	D	11 0

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

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information contained in this form are not
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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 Underlying Security (Instr. 3 and 4)	8. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 8.87	08/22/2011		D	100,000	04/15/2010 ⁽²⁾ 04/15/2018	Common stock	(0)
Employee Stock Option (right to buy)	\$ 8.99	08/22/2011		D	45,000	⁽³⁾ 09/25/2018	Common stock	(0)
Employee Stock Option (right to buy)	\$ 5.93	08/22/2011		D	117,188	⁽³⁾ 09/23/2020	Common stock	(0)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Elia Michael R 24 INDUSTRIAL PARK ROAD WEST TOLLAND, CT 06084			EVP and CFO	

Signatures

/s/ Tracy L. Chartier,
Attorney-in-Fact

08/24/2011

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).
- (1) Disposed of pursuant to an Agreement and Plan of Merger, dated as of June 10, 2011, among Gerber Scientific, Inc., Vector Knife Holdings (Cayman), Ltd. and Knife Merger Sub, Inc., pursuant to which each share of Gerber Scientific, Inc. has been converted into the right to receive \$11.00 in cash plus a contractual right to receive additional contingent cash consideration payments relating to a patent infringement claim.

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- (2) Date on which option became fully vested.
- (3) Option became fully vested on the effective date of the merger, August 22, 2011.

Each vested option with an exercise price below \$11.00 per share was cancelled and converted into the right to receive (1) cash equal to the product of (a) the difference between \$11.00 and the applicable exercise price of such option and (b) the number of shares of the

- (4) Gerber Scientific, Inc. common stock underlying such option, and (2) a contractual right to receive additional contingent cash consideration payments relating to a patent infringement claim.

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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