

GIBREE STEVEN W
Form 4
August 12, 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 *
GIBREE STEVEN W

(Last) (First) (Middle)
1275 PARK EAST DRIVE
(Street)

WOONSOCKET, RI 02895

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Summer Infant, Inc. [SUMR]

3. Date of Earliest Transaction
(Month/Day/Year)
08/07/2010

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)
Exec. VP Product Development

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | Code V Amount (D) Price | | | |
| Common Stock | 08/07/2010 | | J ⁽¹⁾ | V 320,758 D \$ 0 | 191,444 | 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)

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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 5.25 | 08/07/2010 | | J ⁽¹⁾ | V 90,100 | ⁽²⁾ 03/07/2017 | | Common Stock | 90,100 |
| Employee Stock Option (Right to Buy) | \$ 2.14 | 08/07/2010 | | J ⁽¹⁾ | V 13,250 | ⁽³⁾ 01/05/2019 | | Common Stock | 13,250 |
| Employee Stock Option (Right to Buy) | \$ 2.55 | 08/07/2010 | | J ⁽¹⁾ | V 26,500 | ⁽⁴⁾ 07/24/2019 | | Common Stock | 26,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GIBREE STEVEN W 1275 PARK EAST DRIVE WOONSOCKET, RI 02895 | | X | Exec. VP Product Development | |

Signatures

/s/ Steven W.
Gibree

08/12/2010

**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) Represents the transfer of securities to Mr. Gibree's former spouse pursuant to a domestic relations order.
- (2) Fully vested and exercisable as of August 7, 2010.
- (3)

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25% of the shares are fully vested and exercisable as of August 7, 2010; additional 25% of the total shares will become vested and exercisable on each of January 5, 2011, January 5, 2012, and January 5, 2013.

- (4) 25% of the shares are fully vested and exercisable as of August 7, 2010; additional 25% of the total shares will become vested and exercisable on each of July 24, 2011, July 24, 2012, and July 24, 2013.

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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