

SUTRON CORP
Form 4
March 31, 2014

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Perlus Microcap Fund L.P.

(Last) (First) (Middle)

5TH FLOOR, 37 ESPLANADE, ST.
HELIER

(Street)

JERSEY, X0 JE1 2TR

(City) (State) (Zip)

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

SUTRON CORP [STRN]

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

03/27/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
__X__ 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							548,099	D <u>(1)</u>	
Common Stock	03/27/2014		J		5,281	A \$ 5.2	553,380	D <u>(1)</u>	
Common Stock	03/28/2014		J		12,449	A \$ 5.2392	565,829	D <u>(1)</u>	
Common Stock							11,050	I	(2) <u>(2)</u>
Common Stock	03/27/2014		J		398	A \$ 5.2	11,448	I	(2) <u>(2)</u>

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Common Stock 03/28/2014 J 937 A \$ 5,2392 12,385 I (2) (2)

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

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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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 10)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Perlus Microcap Fund L.P.
5TH FLOOR, 37 ESPLANADE
ST. HELIER
JERSEY, X0 JE1 2TR

X

PERLUS Ltd
5TH FLOOR 37 ESPLANADE
ST HELIER
ST HELIER CHANNEL ISLANDS, Y9 JE1 2T4

X

PERLUS INVESTMENT MANAGEMENT LLP
PLEGDON LODGE
BISHIOP'S STORTFORD, X0 CM22 B6N

X

Signatures

/s/ Jim
Boucherat

03/31/2014

Date

Signature of
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) The Perlus Microcap Fund L.P. is the beneficial owner of the shares of common stock of Sutron Corporation (the "Shares"). Perlus Limited, the general partner of The Perlus Microcap Fund L.P., exercises sole voting power and shares dispositive control over the Shares with Perlus Investment Management LLP. Each of Perlus Limited and Perlus Investment Management LLP disclaims beneficial ownership of the Shares, except to the extent of any pecuniary interest therein. This report shall not be deemed an admission that either Perlus Limited or Perlus Investment Management is a beneficial owner of the Shares for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or any other purpose.
 - (2) Perlus Investment Management LLP holds these shares in a managed account on behalf of its client. Perlus Investment Management LLP generates performance fees on this managed account and is deemed to have indirect pecuniary interest in these shares. Perlus Microcap Fund L.P., Perlus Limited and Perlus Investment Management LLP disclaim any beneficial ownership of these shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.