

TSR INC
Form 4
September 19, 2007

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 *
HUGHES JOSEPH F

(Last) (First) (Middle)

400 OSER AVENUE, SUITE 150

(Street)

HAUPPAUGE, NY 11788

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
TSR INC [TSRI]

3. Date of Earliest Transaction
(Month/Day/Year)
09/17/2007

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)

President, Chairman & CEO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock, \$0.01 par value	09/17/2007		P		1,400	A \$ 4.24	1,546,798 D
Common Stock, \$0.01 par value	09/17/2007		P		2,000	A \$ 4.25	1,548,798 D
Common Stock, \$0.01 par value	09/18/2007		P		2,111	A \$ 4.33	1,550,909 D

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Common Stock, \$0.01 par value	09/19/2007	P	500	A	\$ 4.28	1,551,409	D	
Common Stock, \$0.01 par value	09/19/2007	P	700	A	\$ 4.34	1,552,109	D	
Common Stock, \$0.01 par value	09/19/2007	P	30	A	\$ 4.35	1,552,139	D	
Common Stock, \$0.01 par value	09/19/2007	P	3,400	A	\$ 4.39	1,555,539	D	
Common Stock, \$0.01 par value	09/19/2007	P	1,100	A	\$ 4.41	1,556,639	D	
Common Stock, \$0.01 par value	09/19/2007	P	100	A	\$ 4.42	1,556,739	D	
Common Stock, \$0.01 par value						270,928	I	By spouse (1)

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.

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(9-02)

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 Reported Transaction (Instr. 6)
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Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUGHES JOSEPH F 400 OSER AVENUE, SUITE 150 HAUPPAUGE, NY 11788	X	X	President, Chairman & CEO	

Signatures

/s/ Joseph F.
Hughes

09/19/2007

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) Mr. Hughes disclaims beneficial ownership of the shares owned by his spouse.

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.