ATRION CORP Form 4 May 27, 2014

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

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

SECURITIES

See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * MORGAN HUGH J JR			2. Issuer Name and Ticker or Trading Symbol ATRION CORP [ATRI]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(City)	(Street)		Filed(Mont	If Amendment, Date Original ded(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporti Form filed by More than One Person Table I - Non-Derivative Securities Acquired, Disposed of, or Benefit Table I - Non-Derivative Securities Acquired, Disposed of, or Benefit Table I - Non-Derivative Securities Acquired, Disposed of, or Benefit Table I - Non-Derivative Securities Acquired, Disposed of, or Benefit Table I - Non-Derivative Securities Acquired, Disposed of, or Benefit				One Reporting Pe More than One Re	erson eporting		
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	te 2A. Deem	ned Date, if	3.	4. Securit onAcquired Disposed (Instr. 3,	ties (A) o of (D	r)	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)	
Common Stock	05/22/2014			A	190 <u>(1)</u> (2)	A	\$0	19,724	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

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Number:

Expires:

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. orNumber	6. Date Exercisal Expiration Date		7. Title and Amount of	8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month Day/ Teal)	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Yea e	ar)	Underlying Securities (Instr. 3 and 4)	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Ex Exercisable Da	•	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MORGAN HUGH J JR							
	X						

Signatures

s/Jeffery
Strickland

**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).
- The Issuer's director compensation policy provides for a grant to the Reporting Person of an award of common stock in an amount equal to \$60,000. On May 22, 2014 the Compensation Committee granted an award to each independent director in an annual amount equal to \$60,000.
- (2) The number of shares of common stock granted for all of the awards described above was based on the closing price per share of the Issuer's common stock on May 22, 2014, or \$315.24.

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.

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