

OBUS NELSON  
Form 4  
June 22, 2012

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**WYNNEFIELD PARTNERS**  
**SMALL CAP VALUE LP**

(Last) (First) (Middle)

**450 SEVENTH AVENUE, SUITE**  
**509**

(Street)

**NEW YORK, NY 10123**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**06/20/2012**

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
| Common<br>Stock                       | 06/20/2012                              |                                                             | P                                       | 63,600                                                                  | A \$ 2.8 730,447                                                                                                   | D (1) (2) (3)<br>(4)                                                 |                                         |
| Common<br>Stock                       | 06/20/2012                              |                                                             | P                                       | 96,884                                                                  | A \$ 2.8 1,082,022                                                                                                 | I (2)                                                                | See also<br>footnote (1)<br>(3) (4)     |
| Common<br>Stock                       | 06/20/2012                              |                                                             | P                                       | 51,516                                                                  | A \$ 2.8 575,531                                                                                                   | I (3)                                                                | See also<br>footnote (1)<br>(2) (4)     |
| Common<br>Stock                       | 06/21/2012                              |                                                             | P                                       | 6,750                                                                   | A \$ 2.75 737,197                                                                                                  | D (1) (2) (3)<br>(4)                                                 |                                         |
|                                       | 06/21/2012                              |                                                             | P                                       | 10,283                                                                  | A 1,092,305                                                                                                        | I (2)                                                                |                                         |

Edgar Filing: OBUS NELSON - Form 4

|              |            |  |   |        |   |         |           |                                                  |                                                       |
|--------------|------------|--|---|--------|---|---------|-----------|--------------------------------------------------|-------------------------------------------------------|
| Common Stock |            |  |   |        |   | \$ 2.75 |           |                                                  | See also footnote <u>(1)</u><br><u>(3)</u> <u>(4)</u> |
| Common Stock | 06/21/2012 |  | P | 5,468  | A | \$ 2.75 | 580,999   | I <u>(3)</u>                                     | See also footnote <u>(1)</u><br><u>(2)</u> <u>(4)</u> |
| Common Stock | 06/22/2012 |  | P | 64,244 | A | \$ 2.8  | 801,441   | D <u>(1)</u> <u>(2)</u> <u>(3)</u><br><u>(4)</u> |                                                       |
| Common Stock | 06/22/2012 |  | P | 97,866 | A | \$ 2.8  | 1,190,171 | I <u>(2)</u>                                     | See also footnote <u>(1)</u><br><u>(3)</u> <u>(4)</u> |
| Common Stock | 06/22/2012 |  | P | 52,038 | A | \$ 2.8  | 633,037   | I <u>(3)</u>                                     | See also footnote <u>(1)</u><br><u>(2)</u> <u>(4)</u> |
| Common Stock | 06/22/2012 |  | P | 5,131  | A | \$ 2.76 | 806,572   | D <u>(1)</u> <u>(2)</u> <u>(3)</u><br><u>(4)</u> |                                                       |
| Common Stock | 06/22/2012 |  | P | 7,816  | A | \$ 2.76 | 1,197,987 | I <u>(2)</u>                                     | See also footnote <u>(1)</u><br><u>(3)</u> <u>(4)</u> |
| Common Stock | 06/22/2012 |  | P | 4,156  | A | \$ 2.76 | 637,193   | I <u>(3)</u>                                     | See also footnote <u>(1)</u><br><u>(2)</u> <u>(4)</u> |

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.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                     |

## Reporting Owners

| Reporting Owner Name / Address                                                                     | Relationships |           |         |       |
|----------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                                    | Director      | 10% Owner | Officer | Other |
| WYNNEFIELD PARTNERS SMALL CAP VALUE LP<br>450 SEVENTH AVENUE<br>SUITE 509<br>NEW YORK, NY 10123    |               | X         |         |       |
| WYNNEFIELD PARTNERS SMALL CAP VALUE LP I<br>450 SEVENTH AVENUE<br>SUITE 509<br>NEW YORK, NY 10123  |               | X         |         |       |
| WYNNEFIELD SMALL CAP VALUE OFFSHORE FUND LTD<br>450 SEVENTH AVE<br>SUITE 509<br>NEW YORK, NY 10123 |               | X         |         |       |
| WYNNEFIELD CAPITAL MANAGEMENT LLC<br>450 SEVENTH AVE<br>SUITE 509<br>NEW YORK, NY 10123            |               | X         |         |       |
| WYNNEFIELD CAPITAL INC<br>450 SEVENTH AVENUE<br>SUITE 509<br>NEW YORK, NY 10123                    |               | X         |         |       |
| OBUS NELSON<br>450 SEVENTH AVENUE<br>SUITE 509<br>NEW YORK, NY 10123                               |               | X         |         |       |
| LANDES JOSHUA<br>450 SEVENTH AVENUE<br>SUITE 509<br>NEW YORK, NY 10123                             |               | X         |         |       |

## Signatures

|                                                                                                                                        |            |
|----------------------------------------------------------------------------------------------------------------------------------------|------------|
| WYNNEFIELD PARTNERS SMALL CAP VALUE, L.P., By: Wynnefield Capital Management, LLC, General Partner, /s/ Nelson Obus, Managing Member   | 06/22/2012 |
| ____Signature of Reporting Person                                                                                                      | Date       |
| WYNNEFIELD PARTNERS SMALL CAP VALUE, L.P. I, By: Wynnefield Capital Management, LLC, General Partner, /s/ Nelson Obus, Managing Member | 06/22/2012 |
| ____Signature of Reporting Person                                                                                                      | Date       |
| WYNNEFIELD SMALL CAP VALUE OFFSHORE FUND, LTD., By: Wynnefield Capital, Inc., /s/ Nelson Obus, President                               | 06/22/2012 |
| ____Signature of Reporting Person                                                                                                      | Date       |
|                                                                                                                                        | 06/22/2012 |

## Edgar Filing: OBUS NELSON - Form 4

WYNNEFIELD CAPITAL, INC. PROFIT SHARING PLAN, /s/ Nelson Obus, Authorized Signatory

\_\_Signature of Reporting Person

Date

WYNNEFIELD CAPITAL MANAGEMENT, LLC, /s/ Nelson Obus, Managing Member

06/22/2012

\_\_Signature of Reporting Person

Date

WYNNEFIELD CAPITAL, INC., /s/ Nelson Obus, President

06/22/2012

\_\_Signature of Reporting Person

Date

/s/ Nelson Obus, Individually

06/22/2012

\_\_Signature of Reporting Person

Date

/s/ Joshua Landes, Individually

06/22/2012

\_\_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).

On the date hereof, Wynnefield Partners Small Cap Value L.P. ("Partners") directly beneficially owns 806,572 shares of common stock of Summer Infant, Inc. (SUMR). Wynnefield Capital Management, LLC ("WCM"), as the sole general partner of Partners, has an indirect

- (1) beneficial ownership interest in the shares of common stock that Partners directly beneficially owns. Nelson Obus and Joshua Landes, as co-managing members of WCM, have an indirect beneficial ownership interest in the shares of common stock that Partners directly beneficially owns.

On the date hereof, Partners has an indirect beneficial ownership interest in 1,197,987 shares of common stock, which are directly beneficially owned by Wynnefield Partners Small Cap Value L.P.I ("Partners I"). WCM, as the sole general partner of Partners I, has

- (2) indirect beneficial ownership interest in the shares of common stock that Partners I directly beneficially owns. Mr. Obus and Mr. Landes, as co-managing members of WCM, have an indirect beneficial ownership interest in the shares of common stock that Partners I directly beneficially owns.

On the date hereof, Partners has an indirect beneficial ownership interest in 637,193 shares of common stock which are directly beneficially owned by Wynnefield Small Cap Value Offshore Fund, Ltd ("Offshore"). Wynnefield Capital, Inc. ("WCI"), as the sole

- (3) investment manager of Offshore, has an indirect beneficial ownership interest in the shares of common stock that Offshore directly beneficially owns. Mr. Obus and Mr. Landes, as principal executive officers of WCI have an indirect beneficial ownership interest in the shares of common stock that Offshore directly beneficially owns.

On the date hereof, Partners has an indirect beneficial ownership interest in 85,000 shares of common stock, which are directly

- (4) beneficially owned by the Plan. Mr. Obus has the power to vote and dispose of the Plan's investments in securities and has an indirect beneficial ownership interest in the shares of common stock that the Plan directly beneficially owns.

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.