

1 800 CONTACTS INC
Form 4
September 06, 2007

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 *
NICHOLS JOHN F

(Last) (First) (Middle)

1-800 CONTACTS, INC., 66 E.
WADSWORTH PARK DRIVE

(Street)

DRAPER, UT 84020

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
1 800 CONTACTS INC [CTAC]

3. Date of Earliest Transaction
(Month/Day/Year)
09/06/2007

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)
VP Trade Relations

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. 4)	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	(A) or (D)	Price	
Common Stock	09/06/2007		D		288,660	D	0.666,084	D
Common Stock	09/06/2007		D		3,092	D	0.2,061	I
Common Stock	09/06/2007		D		666,084	D	0.24.25	D
Common Stock	09/06/2007		D		2,061	D	0.24.25	I

See footnote #2 (2)

See footnote #2

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

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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. Amount or Number of Shares
Stock Option (right to buy)	\$ 6.28	09/06/2007		D	10,500	<u>(4)</u> 02/16/2009	Common Stock	10,500
Stock Option (right to buy)	\$ 14	09/06/2007		D	8,100	<u>(6)</u> 02/17/2010	Common Stock	8,100
Stock Option (right to buy)	\$ 34.94	09/06/2007		D	4,000	<u>(7)</u> 02/02/2011	Common Stock	4,000
Stock Option (right to buy)	\$ 11.76	09/06/2007		D	3,200	<u>(9)</u> 01/26/2012	Common Stock	3,200
Stock Option (right to buy)	\$ 27.5	09/06/2007		D	1,700	<u>(10)</u> 02/20/2008	Common Stock	1,700
Stock Option (right to buy)	\$ 22	09/06/2007		D	1,700	<u>(11)</u> 02/13/2009	Common Stock	1,700

