

Fry John J  
Form 4  
May 05, 2010

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Fry John J

2. Issuer Name and Ticker or Trading Symbol  
ANALOGIC CORP [ALOG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
8 CENTENNIAL DRIVE

3. Date of Earliest Transaction (Month/Day/Year)  
01/29/2010

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below)  Other (specify below)  
VP-Gnl Counsel-Corp Secretary / VP-Gnl Counsel-Corp Secretary

(Street)  
PEABODY, MA 01960

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-------|
|                                 |                                      |  |                                | (A) or (D)  | Transaction(s) (Instr. 3 and 4)                             |  |                                   |       |
|                                 |                                      |  |                                | Code  | V   | Amount   | (D)                               | Price |

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 Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction of Derivative | 5. Number | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities | 8. Pr |
|------------------------|---------------|--------------------------------------|-------------------------------|------------------------------|-----------|---|--|-------|
|------------------------|---------------|--------------------------------------|-------------------------------|------------------------------|-----------|---|--|-------|

## Edgar Filing: Fry John J - Form 4

| Security<br>(Instr. 3)       | or Exercise<br>Price of<br>Derivative<br>Security | any<br>(Month/Day/Year) | Code<br>(Instr. 8) | Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | (Month/Day/Year)   | (Instr. 3 and 4) | (Instr. 3 and 4)                       | (Instr. 3 and 4) | (Instr. 3 and 4) |
|------------------------------|---|-------------------------|--------------------|---|--------------------|------------------|--|------------------|------------------|
| Code                         | V   | (A)                     | (D)                | Date<br>Exercisable   | Expiration<br>Date | Title            | Amount<br>or<br>Number<br>of<br>Shares |                  |                  |
| Restricted<br>Stock<br>Units | \$ 0  | 01/29/2010              | A                  | \$<br>6,215<br><u>(1)</u>   | <u>(2)</u>         | <u>(3)</u>       | Common<br>Stock                        | \$<br>6,215      |                  |

## Reporting Owners

| Reporting Owner Name / Address                        | Relationships                    |         |                                  |
|---|----------------------------------|---------|----------------------------------|
| Director  | 10% Owner                        | Officer | Other                            |
| Fry John J<br>8 CENTENNIAL DRIVE<br>PEABODY, MA 01960 | VP-Gnl Counsel-Corp<br>Secretary |         | VP-Gnl Counsel-Corp<br>Secretary |

## Signatures

By: Bruce Garr, by Power of Attorney For: John J. Fry 05/05/2010

\*\*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 number of Restricted Stock Units (RSUs) reported in Box 4 is the target number of RSUs awarded to the Reporting Person based on the achievement of certain performance criteria. The Reporting Person is eligible to receive up to twice the target number of RSUs depending on whether, and the extent to which, the performance criteria are exceeded.
- The performance period will end on July 31, 2012. As soon as reasonably practicable thereafter, a determination will be made as to whether and to what extent the performance criteria has been met. If such criteria has been met, the RSUs earned will be converted to common stock and a like number of shares will be issued to the grantee.
- The performance period will end on July 31, 2012. As soon as reasonably practicable thereafter, a determination will be made as to whether and to what extent the performance criteria has been met. If such criteria has been met, the RSUs earned will be converted to common stock and a like number of shares will be issued to the grantee.

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.