

SUTRON CORP  
Form 4/A  
May 06, 2014

**FORM 4**

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

OMB APPROVAL

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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 \*  
Perlus Microcap Fund L.P.

(Last) (First) (Middle)

TEMPLAR HOUSE, DON  
ROAD, ST. HELIER

(Street)

JERSEY, X0 JE1 2TR

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
SUTRON CORP [STRN]

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/17/2014

4. If Amendment, Date Original Filed(Month/Day/Year)  
04/30/2014

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 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |                                   |
| Common Stock                    |                                      |  |                                |   | 619,483   | D  | (1)                               |
| Common Stock                    | 04/17/2014                           |  | J                              |   | 151 A \$ 5.2  | 619,634  | D (1)                             |
| Common Stock                    |                                      |  |                                |   | 16,423  | I  | (2) (2)                           |
| Common Stock                    | 05/28/2014                           |  | J                              |   | 2,680 A \$ 5.25   | 19,103   | I (2) (2)                         |

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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares                                       |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Perlus Microcap Fund L.P.<br>TEMPLAR HOUSE, DON ROAD<br>ST. HELIER<br>JERSEY, X0 JE1 2TR   |               | X         |         |       |
| PERLUS Ltd<br>5TH FLOOR 37 ESPLANADE<br>ST HELIER<br>ST HELIER CHANNEL ISLANDS, Y9 JE1 2T4 |               | X         |         |       |
| PERLUS INVESTMENT MANAGEMENT LLP<br>PLEGDON LODGE<br>BISHIOP'S STORTFORD, X0 CM22 B6N      |               | X         |         |       |

## Signatures

/s/ Jim Boucherat 05/06/2014

\*\*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) The Perlus Microcap Fund L.P. is the beneficial owner of the shares of common stock of Sutron Corporation (the "Shares"). Perlus Limited, the general partner of The Perlus Microcap Fund L.P., exercises sole voting power and shares dispositive control over the Shares with Perlus Investment Management LLP. Each of Perlus Limited and Perlus Investment Management LLP disclaims beneficial ownership of the Shares, except to the extent of any pecuniary interest therein. This report shall not be deemed an admission that either Perlus Limited or Perlus Investment Management is a beneficial owner of the Shares for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or any other purpose.
- (2) Perlus Investment Management LLP holds these shares in a managed account on behalf of its client. Perlus Investment Management LLP generates performance fees on this managed account and is deemed to have indirect pecuniary interest in these shares. Perlus Microcap Fund L.P., Perlus Limited and Perlus Investment Management LLP disclaim any beneficial ownership of these shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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