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CAPRIUS INC

Form 3

November 17, 2006

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

OMB APPROVAL

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

A Morgan Dwight

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

11/13/2006

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

CAPRIUS INC [CAPS]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O CAPRIUS, INC., ONE UNIVERSITY PLAZA, SUITE 400

(Street)

10% Owner Director _X__ Officer

(Check all applicable)

Other (give title below) (specify below) President & CEO

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

HACKENSACK, NJÂ 07601

(City) (State) (Zip)

1. Title of Security

(Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial Ownership

Form: Direct (D)

(Instr. 5)

or Indirect (I) (Instr. 5)

Common Stock, \$.01 par value

0

Â D

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date**

3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

5. 4. Conversion Ownership or Exercise Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Security:

(Month/Day/Year)

Price of Derivative Derivative

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option	(1)	01/04/2010	2002 Stock Option Plan	40,000 (2)	\$ 2.2	D	Â
Stock Option	(1)	11/13/2010	2002 Stock Option Plan	350,000 (2)	\$ 0.6	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Morgan Dwight C/O CAPRIUS, INC. ONE UNIVERSITY PLAZA, SUITE 400 HACKENSACK, NJ 07601	Â	Â	President & CEO	Â		

Signatures

/s/ Dwight Morgan	11/17/2006		
**Signature of Reporting Person	Date		

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) 1/8 vested after 6 months, then vested 1/48 a month for the next 42 months granted under the 2002 Stock Option Plan, of which 206,050 shares are subject to stockholder approval of an increase in the number of shares of common stock underlying the Plan.
- (2) Under the 2002 Stock Option Plan, reporting person holds option for purchase of 390,000 shares.

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.

Reporting Owners 2