

RETRACTABLE TECHNOLOGIES INC
 Form 4
 November 16, 2011

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 *
 SHAW THOMAS J

2. Issuer Name and Ticker or Trading Symbol
 RETRACTABLE TECHNOLOGIES INC [RVP]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 511 LOBO LANE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/14/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
 President and CEO

LITTLE ELM, TX 75068
 (City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|
| | | | | (A) or (D) | Price | | | |
| | | | | Code | V | Amount | | |
| Common Stock | 11/14/2011 | | J | 5,000 | A | ① | 7,734,035 | D |
| Common Stock | 11/14/2011 | | J | 81,607 | A | ② | 7,815,642 | D |
| Common Stock | | | | | | | 3,800,000 | I |
| | | | | | | | Voting or Investment Control ⁽³⁾ | |

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

SEC 1474 (9-02)

displays a currently valid OMB control number.

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 |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Series IV Class B Convertible Preferred Stock | \$ 0 | 11/14/2011 | | J | 5,000 | (4) (5) | Common Stock | 5,000 |
| Series V Class B Convertible Preferred Stock | \$ 0 | 11/14/2011 | | J | 81,607 | (4) (5) | Common Stock | 81,607 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SHAW THOMAS J 511 LOBO LANE LITTLE ELM, TX 75068 | X | X | President and CEO | |

Signatures

Thomas J. Shaw 11/16/2011
 __Signature of Date
 Reporting Person

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) These shares were acquired in exchange for 5,000 shares of Series IV Class B Convertible Preferred Stock pursuant to an issuer tender offer dated September 12, 2011.
- (2) These shares were acquired in exchange for 81,607 shares of Series V Class B Convertible Preferred Stock pursuant to an issuer tender offer dated September 12, 2011.

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- (3) Mr. Shaw has investment power over 1,000,000 shares as Trustee for the benefit of immediate family members. Mr. Shaw has voting control over the remainder of the shares pursuant to a Voting Agreement.
- (4) Immediately convertible
- (5) Not applicable
- (6) These shares were disposed in exchange for 5,000 shares of Common Stock pursuant to an issuer tender offer dated September 12, 2011.
- (7) These shares were disposed in exchange for 81,607 shares of Common Stock pursuant to an issuer tender offer dated September 12, 2011.

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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