Instruction 1(b)

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D	D.C. 20549
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Check this box if no longer subject to	STATEMENT
Section 16. Form 4 or Form 5	
obligations may continue. See	

## OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** OMB Number: Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*  WITHAM JOHN A  (Last) (First) (Middle)  14700 MARTIN DRIVE					2. Issuer Name and Ticker or Trading Symbol WIRELESS RONIN TECHNOLOGIES INC [ RNIN ]  3. Date of Earliest Transaction (Month/Day/Year) 02/02/2007									Directo  X Officer below)	cable) or (give title		Person(s) to Issuer  10% Owner Other (specification)  7P and CFO	
(Street) EDEN P (City)	RAIRIE N		55344 (Zip)		4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable ne)  X Form filed by One Reporting Person Form filed by More than One Reporting Person				
1. Title of Security (Instr. 3) 2. Trans				2. Transa Date	1			ed Date	3. Transaction Code (Instr.				ed (A) or tr. 3, 4 and	5. Amou	nt of s ally ollowing	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
		-	Table II - C									or Ben	eficially	(Instr. 3 a				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	ate, T	4. Transaction Code (Instr. 8)				6. Date Exercis. Expiration Date (Month/Day/Yea			7. Title and Amor of Securities Underlying Derivative Secur (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	re es ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				c	code	v	(A)	(D)	Date Exercisable		xpiration ate	Title	Amount or Number of Shares					
Stock Option (right to buy) <sup>(1)</sup>	\$4	02/02/2007			A		66,666		(2)	0.	3/30/2011	Common Stock	66,666	\$0	66,660	6	D	
Stock Option (right to buy) <sup>(1)</sup>	\$5.65	02/02/2007			A		75,000		(3)	1	2/27/2011	Common Stock	75,000	\$0	75,000	0	D	
Warrant to Purchase Common	\$9	02/02/2007			A		22,222		02/02/2007	0	1/18/2011	Common Stock	22,222	\$0	22,222	2	D	

## **Explanation of Responses:**

- 1. Granted under the Company's 2006 Equity Incentive Plan, which was approved by the Company's shareholders on February 2, 2007, pursuant to the requirements of Rule 16b-3.
- 2. This option vests in four equal annual installments commencing on March 30, 2006.
- 3. This option vests in four equal annual installments commencing on January 1, 2008.
- 4. Represents a warrant approved by the Company's shareholders on February 2, 2007.

/s/ John A. Witham, Attorneyin-fact

02/06/2007

\*\* Signature of Reporting Person

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

- \* 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).

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

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 Number.