SEC Form 4

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FORM 4

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

OMB APPROVAL

)	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
	Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB Number: 3235-0287									
Estimated average burden									
hours per response:	0.5								

1. Name and Address LILLEMOE F)	2. Issuer Name and Ticker or Trading Symbol WIRELESS RONIN TECHNOLOGIES INC [RNIN]		tionship of Reporting Person all applicable) Director	10% Owner		
(Last) (First)		(Middle)			Officer (give title below)	Other (specify below)		
BAKER TECHNOLOGY PLAZA		(,	3. Date of Earliest Transaction (Month/Day/Year) 02/16/2012					
5929 BAKER ROAD, SUITE 475			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	6. Individual or Joint/Group Filing (Check Applicable			
(Street)				Line)				
MINNETONKA	MN	55345		X	Form filed by One Report	0		
					Form filed by More than C Person	One Reporting		
(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. Transa Code (8)	ction	4. Securities A Disposed Of (5)			5. Amount of Securities Beneficially Owned Following Reported		7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		

 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. Transa Code (8)		of		6. Date Exerc Expiration Da (Month/Day/)	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy) ⁽¹⁾	\$1.07	02/16/2012		A		32,710		(2)	02/16/2022	Common Stock	32,710	\$0	32,710	D	
Stock Option (right to buy)	\$1.25							(3)	08/15/2021	Common Stock	40,000		40,000	D	

Explanation of Responses:

1. Granted under the Company's Amended and Restated 2006 Non-Employee Director Stock Option Plan, which meets the requirements of Rule 16b-3.

2. This option vests in four equal annual installments commencing on February 16, 2012.

3. This option vests in four equal annual installments commencing on August 15, 2011.

<u>/s/ Scott N. Ross, attorney-in-</u> <u>fact</u>

02/21/2012

** Signature of Reporting Person Date

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

 \ast 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.