

DANIELS JOHN R  
Form 4  
July 29, 2009

**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 \*  
DANIELS JOHN R

(Last) (First) (Middle)

201 TECHNOLOGY DRIVE

(Street)

IRVINE, CA 92618

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
ENDOCARE INC [ENDO]

3. Date of Earliest Transaction (Month/Day/Year)  
07/27/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Former Director

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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock <u>(1)</u>	07/27/2009		M		9,202	A	<u>(1)</u>	9,202	D	
Common Stock <u>(2)</u>	07/27/2009		M		44,221	A	<u>(2)</u>	80,322	I	By trust <u>(3)</u>
Common Stock	07/27/2009		U		80,322	D	<u>(4)</u>	0	I	By trust <u>(3)</u>
Common Stock	07/27/2009		U		5,000	D	<u>(4)</u>	0	I	By trust <u>(5)</u>
Common Stock	07/27/2009		U		9,202	D	<u>(4)</u>	0	D	

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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. Amount or Number of Shares
Restricted stock units	(1)	07/27/2009		M	9,202	(1) (1)	Common Stock	9,202
Deferred stock units	(2)	07/27/2009		M	44,221	(2) (2)	Common Stock	44,221

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DANIELS JOHN R 201 TECHNOLOGY DRIVE IRVINE, CA 92618				Former Director

## Signatures

/s/ Clint B. Davis, as attorney-in-fact 07/29/2009

\_\_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) Reflects shares that became issuable as a result of the acceleration of the "payout date" of restricted stock units pursuant to the Agreement and Plan of Merger by and among Endocare, Inc., HealthTronics, Inc. and HT Acquisition, Inc. (the "Merger Agreement").
- (2) Reflects shares that became issuable as a result of the acceleration of the "payout date" of deferred stock units pursuant to the Merger Agreement.
- (3) By the Daniels Family Trust UTA 1993, John R. Daniels, M.D. and AnnaMarie Daniels, Trustees.
- (4)

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The per share price at which the shares were sold is approximately 0.7548 of a share of HealthTronics Common Stock and approximately \$0.04 in cash.

(5) By the Dorothy A. Trulsen Trust U/A 9/4/94, John R. Daniels, M.D. and Dorothy A. Trulsen, Trustees.

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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