

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person * GIANNELLI RAYMOND <small>(Last) (First) (Middle)</small> Cybex International, Inc., 10 Trotter Drive <small>(Street)</small> Medway, MA 02053 <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol CYBEX INTERNATIONAL INC [CYBI] 3. Date of Earliest Transaction (Month/Day/Year) 02/07/2013 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ___ Director ___ 10% Owner ___X___ Officer (give title below) ___ Other (specify below) align="center"> Senior Vice President 6. Individual or Joint/Group Filing (Check Applicable Line) ___X___ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person
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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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/07/2013		D ⁽¹⁾		5,698	D	\$2.55 ⁽²⁾	0	D	

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 displays a currently valid OMB control number.

SEC 1474 (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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$1.17	02/07/2013		D ⁽¹⁾		10,000	⁽³⁾	01/01/2020 ⁽³⁾	Common Stock	10,000	⁽³⁾	0	D	

Employee Stock Option (Right to Buy)	\$4.56	02/07/2013		D ⁽¹⁾		10,000	(3)	12/31/2017 (3)	Common Stock	10,000	(3)	0	D
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GIANNELLI RAYMOND Cybex International, Inc. 10 Trotter Drive Medway, MA 02053			Senior Vice President	

Signatures

/s/ Raymond Giannelli

02/07/2013

—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) Disposed of pursuant to the Agreement and Plan of Merger, dated as of October 12, 2012, among the Issuer, Cyb Merger Corp. and UM Holdings, Ltd. (the "Merger Agreement").

(2) Disposed of pursuant to the Merger Agreement in exchange for \$2.55 for each share of the Issuer's common stock held by Reporting Person.

(3) Pursuant to the Merger Agreement, this option was cancelled as of February 7, 2013 in exchange for a cash payment equal to the product of (i) the total number of shares of the Issuer's common stock subject to the option multiplied by (ii) the excess, if any, of \$2.55 over the per share exercise price of the option.

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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