# Check this box if no

longer subject to Section

16. Form 4 or Form 5 obligations may continue.

See Instruction 1(b).

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

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#### 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

| Reporting Person(s) to Issuer (Check all applicable)   |                          |  |  |  |  |
|--|--------------------------|--|--|--|--|
| 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  |                          |  |  |  |  |
| Officer (give title below) Other (specify below)  VP of International Sales  |                          |  |  |  |  |
| 6. Individual or Joint/Group Filing (Check Applicable Line)  _X_Form filed by One Reporting Person  Form filed by More than One Reporting Person |                          |  |  |  |  |
| nired, Disposed of, or Beneficially Owned  |                          |  |  |  |  |
| Form:<br>Direct  | (D) Ownership (Instr. 4) |  |  |  |  |
| D  |                          |  |  |  |  |
| D  |                          |  |  |  |  |
|  | SEC 1474 (9-02)          |  |  |  |  |
|  | D                        |  |  |  |  |

(e.g., puts, calls, warrants, options, convertible securities)

| (e.g., puts    |                                       |  |   |      |     | s, cans, warrants, options, convertible securities) |                                |  |                    |   |                                  |            |                                |  |  |
|----------------|---------------------------------------|--|---|------|-----|---|--------------------------------|--|--------------------|---|----------------------------------|------------|--------------------------------|--|--|
| (Instr. 3)     | Conversion<br>or Exercise<br>Price of | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | Code | ion | Deri<br>Secu<br>Acq                                 | vative<br>arities<br>uired (A) | 6. Date Exer<br>Expiration I<br>(Month/Day | Date               | 7. Title and<br>Underlying<br>(Instr. 3 and | Securities                       | (Instr. 5) | of<br>Derivative<br>Securities | Derivative                             | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership |
|                | Derivative<br>Security                |  |   |      |     | (D)   | oisposed of<br>tr. 3, 4, and   |  |                    |   |                                  |            |                                | Security:<br>Direct (D)<br>or Indirect | (Instr. 4)   |
|                |                                       |  |   |      |     | 5)  | , ,                            |  |                    |   |                                  |            |                                | (I)                                    |  |
|                |                                       |  |   | Code | V   | (A)   | (D)                            | Date<br>Exercisable                        | Expiration<br>Date | Title                                       | Amount or<br>Number of<br>Shares |            | Transaction (s) (Instr. 4)     | (Instr. 4)                             |  |
| Employee Stock |                                       |  |   |      |     |   |                                |  |                    | Common                                      |                                  |            |                                |  |  |

| Option (Right to Buy)                      | \$1.51 | 11/07/2012 | M                |  | 5,000  | <u>(3)</u> | 12/11/2012        | Stock           | 5,000  | \$ 0       | 0 | D |  |
|--|--------|------------|------------------|--|--------|------------|-------------------|-----------------|--------|------------|---|---|--|
| Employee Stock<br>Option (Right to<br>Buy) | \$1.17 | 02/07/2013 | D <sup>(1)</sup> |  | 10,000 | <u>(4)</u> | 01/01/2020        | Common<br>Stock | 10,000 | <u>(4)</u> | 0 | D |  |
| Employee Stock<br>Option (Right to<br>Buy) | \$4.56 | 02/07/2013 | D <sup>(1)</sup> |  | 10,000 | <u>(4)</u> | 12/31/2017        | Common<br>Stock | 10,000 | <u>(4)</u> | 0 | D |  |
| Employee Stock<br>Option (Right to<br>Buy) | \$7.37 | 02/07/2013 | D <sup>(1)</sup> |  | 10,000 | <u>(4)</u> | 11/01/2016<br>(4) | Common<br>Stock | 10,000 | <u>(4)</u> | 0 | D |  |
| Employee Stock<br>Option (Right to<br>Buy) | \$1.22 | 02/07/2013 | D <sup>(1)</sup> |  | 26,000 | <u>(4)</u> | 01/05/2014        | Common<br>Stock | 26,000 | <u>(4)</u> | 0 | D |  |

## **Reporting Owners**

| Donostino Ossas Nosso / Address   | Relationships |           |                           |       |  |  |  |  |
|---|---------------|-----------|---------------------------|-------|--|--|--|--|
| Reporting Owner Name / Address  |               | 10% Owner | Officer                   | Other |  |  |  |  |
| YOUNG JOHN P<br>Cybex International, Inc.<br>10 Trotter Drive<br>Medway, MA 02053 |               |           | VP of International Sales |       |  |  |  |  |

# **Signatures**

| /s/ John P Young                | 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) This option vested in four equal annual installments on December 11, 2003, December 11, 2004, December 11, 2005 and December 11, 2006.
- 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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.