Reid Kevin B. Sr Form 4 February 29, 2012

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 5

obligations may continue. See Instruction

1(b).

(Last)

Security

(Instr. 3)

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 * Reid Kevin B. Sr

2. Issuer Name and Ticker or Trading Symbol

STURM RUGER & CO INC [RGR]

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Issuer

3. Date of Earliest Transaction

(Check all applicable)

C/O STURM RUGER & CO INC., 1

(First)

(Middle)

(Month/Day/Year) 02/28/2012

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

LACEY PLACE

(Street)

4. If Amendment, Date Original

VP & General Counsel

Filed(Month/Day/Year) Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

(Instr. 4)

6. Individual or Joint/Group Filing(Check

Person

SOUTHPORT, CT 06890

(City) (State) (Zip) 1. Title of 2. Transaction Date 2A. Deemed

(Month/Day/Year)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 4. Securities

Code

(Instr. 8)

TransactionAcquired (A) or

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I)

(Instr. 4)

Reported Transaction(s) (Instr. 3 and 4)

Following

Code V Amount (D) Price

Disposed of (D)

(Instr. 3, 4 and 5)

(A)

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

Execution Date, if

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number 6. Date Exercisable and Expiration 7. Title and Amoun Derivative Conversion (Month/Day/Year) Execution Date, if Transaction Derivative Date Underlying Securiti Security or Exercise any Code Securities (Month/Day/Year) (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.		Acquires (A) or Disposes (D) (Instr. 3, and 5)	d of				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Share
Common Stock (Right to Buy) (1)	<u>(2)</u>	02/28/2012(3)		A		4,413		03/01/2014(3)	11/08/2021(3)	Common Stock	4,41

Relationships

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other

Reid Kevin B. Sr VP & C/O STURM RUGER & CO INC. General 1 LACEY PLACE Counsel SOUTHPORT, CT 06890

Signatures

/s/ Leslie M. Gasper, 02/29/2012 attorney-in-fact

**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) Restricted Stock Units subject to performance-based, time-based and other conditions of the award.
- (2) Securities convert to Common Stock on a one-to-one basis on the date vested in accordance with the terms of the award.
- On February 28, 2012, four business days following the release of the Company's 2011 earnings, the performance-based vesting conditions for RSUs awarded in four quarterly tranches in 2011 were determined to have been met. The awards remain subject to a three-year time-based cliff vesting trigger which will be satisfied on March 1, 2014. The quarterly awards expire not later than ten years from their date of grant.

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.

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