

Root Joseph Ernest JR  
 Form 4  
 November 14, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 \*  
 Root Joseph Ernest JR

2. Issuer Name and Ticker or Trading Symbol  
 ALLIED HEALTHCARE PRODUCTS INC [AHPI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

HAYNES BEFFEL & WOLFELD LLP, 751 KELLY STREET

(Street)

HALF MOON BAY, CA 94019

(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/13/2008

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

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D) Code V Amount (D) Price                                |   |  |                                   |
| Common stock                    |                                      |  |                                |   | 1,000   | D  |                                   |
| Common stock                    |                                      |  |                                |   | 1,000   | I  | Individual Retirement Account     |

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)

Edgar Filing: Root Joseph Ernest JR - Form 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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities (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 Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|----------------------------|
| Option to purchase common stock            | \$ 4.05  | 11/13/2008                           |  | A                              | 1,500  | 11/13/2009 11/12/2018                                    | Common Stock  | 1,500                      |
| Option to purchase common stock            | \$ 6.73  |                                      |  |                                |  | 11/08/2008 11/07/2017                                    | Common stock  | 1,500                      |
| Option to purchase common stock            | \$ 5.24  |                                      |  |                                |  | 11/16/2007 11/15/2016                                    | Common stock  | 1,500                      |
| Option to purchase common stock            | \$ 5.33  |                                      |  |                                |  | 10/27/2008 <sup>(1)</sup> 10/27/2016 <sup>(2)</sup>      | Common stock  | 10,000                     |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Root Joseph Ernest JR<br>HAYNES BEFFEL & WOLFELD LLP<br>751 KELLY STREET<br>HALF MOON BAY, CA 94019 | X             |           |         |       |

## Signatures

Joseph E. Root Jr. 11/14/2008

\*\*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) Option becomes exercisable as to 2,500 shares on 10/27/2008 and for an additional 2,500 shares on each succeeding October 27 through 10/27/2011.
- (2) In the event that the Reporting Person ceases to serve as a director of the Company, the option expires thirty days after the date upon which such service has ceased and is exercisable only to the extent exercisable on the date upon which such service ceased.
- (3) Issued pursuant to the Company's 2005 Directors' Stock Option Plan.

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.