

UNITED GUARDIAN INC  
Form 4  
February 26, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
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 \*  
Parker Betsee

(Last) (First) (Middle)

C/O MILDRED F. SLATER, 9005  
JOHN S. MOSBY HIGHWAY

(Street)

UPPERVILLE, VA 20185

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
UNITED GUARDIAN INC [UG]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/24/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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 par \$.10	02/24/2015		S		400 D \$ 19.05	555,939	D
Common Stock par \$.10	02/24/2015		S		200 D \$ 19.05	555,739	D
Common Stock par \$.10	02/24/2015		S		30 D \$ 19.05	555,709	D
Common Stock par	02/24/2015		S		100 D \$ 19.08	555,609	D

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Common Stock par \$.10	02/24/2015	S	100	D	\$ 19.05	555,509	D
Common Stock par \$.10	02/24/2015	S	100	D	\$ 19.05	555,409	D
Common Stock par \$.10	02/24/2015	S	200	D	\$ 19.05	555,209	D
Common Stock par \$.10	02/24/2015	S	500	D	\$ 19.05	554,709	D
Common Stock par \$.10	02/24/2015	S	100	D	\$ 19.05	554,609	D
Common Stock par \$.10	02/24/2015	S	200	D	\$ 19.05	554,409	D
Common Stock par \$.10	02/24/2015	S	194	D	\$ 19.05	554,215	D
Common Stock par \$.10	02/24/2015	S	407	D	\$ 19.05	553,808	D
Common Stock par \$.10	02/24/2015	S	99	D	\$ 19.05	553,709	D
Common Stock par \$.10	02/24/2015	S	100	D	\$ 19.05	553,609	D
Common Stock par \$.10	02/24/2015	S	300	D	\$ 19.05	553,309	D
Common Stock par \$.10	02/24/2015	S	600	D	\$ 19.05	552,709	D
Common Stock par \$.10	02/24/2015	S	100	D	\$ 19.07	552,609	D
Common Stock par \$.10	02/24/2015	S	100	D	\$ 19.07	552,509	D

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Common Stock par \$.10	02/24/2015	S	100	D	\$ 19.06	552,409	D
Common Stock par \$.10	02/24/2015	S	100	D	\$ 19.07	552,309	D
Common Stock par \$.10	02/24/2015	S	200	D	\$ 19.07	552,109	D
Common Stock par \$.10	02/24/2015	S	200	D	\$ 19.05	551,909	D
Common Stock par \$.10	02/24/2015	S	200	D	\$ 19.05	551,709	D
Common Stock par \$.10	02/24/2015	S	59	D	\$ 19.09	551,650	D
Common Stock par \$.10	02/24/2015	S	100	D	\$ 19.07	551,550	D
Common Stock par \$.10	02/24/2015	S	700	D	\$ 19.05	550,850	D
Common Stock par \$.10	02/24/2015	S	141	D	\$ 19.06	550,709	D

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

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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 (Instr. 6)
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					Amount or Number of Shares
		Date Exercisable	Expiration Date	Title	
Code	V	(A)	(D)		

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Parker Betsee C/O MILDRED F. SLATER 9005 JOHN S. MOSBY HIGHWAY UPPERVILLE, VA 20185		X		

## Signatures

Dr. Betsee  
Parker

02/26/2015

\*\*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).

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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