

SHARPS COMPLIANCE CORP  
Form 4  
January 11, 2007

**FORM 4**

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

OMB APPROVAL

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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 \*  
HOLMES PARRIS H JR

2. Issuer Name and Ticker or Trading Symbol  
SHARPS COMPLIANCE CORP  
[SCOM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

9350 KIRBY DR., SUITE 300

01/10/2007

(Street)

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

HOUSTON, TX 77054

(City) (State) (Zip)

**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)	Price		
				Code	V	Amount	

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock	\$ 1.375	01/10/2007	01/10/2007	X <sup>(2)</sup>			25,000		04/06/2001 <sup>(1)</sup>	04/06/2007	Common Stock	25,000
Common Stock	\$ 0.51	01/10/2007	01/10/2007	X <sup>(2)</sup>			25,000		04/24/2002 <sup>(1)</sup>	04/24/2008	Common Stock	25,000
Common Stock	\$ 0.51	01/10/2007	01/10/2007	X <sup>(2)</sup>			10,000		04/24/2002 <sup>(1)</sup>	04/24/2008	Common Stock	10,000
Common Stock	\$ 0.8	01/10/2007	01/10/2007	X <sup>(2)</sup>			39,902		05/20/2004 <sup>(1)</sup>	05/20/2010	Common Stock	39,902
Common Stock	\$ 0.84	01/10/2007	01/10/2007	X <sup>(2)</sup>			40,000		07/14/2004 <sup>(1)</sup>	07/14/2010	Common Stock	40,000
Common Stock	\$ 0.7	01/10/2007	01/10/2007	X <sup>(2)</sup>			30,000		06/28/2005 <sup>(1)</sup>	06/28/2011	Common Stock	30,000
Common Stock	\$ 0.85	01/10/2007	01/10/2007	X <sup>(2)</sup>			40,000		06/30/2006 <sup>(1)</sup>	06/30/2012	Common Stock	40,000
Common Stock	\$ 0.85	01/10/2007	01/10/2007	X <sup>(2)</sup>			60,000		06/28/2006 <sup>(1)</sup>	06/28/2013	Common Stock	60,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOLMES PARRIS H JR 9350 KIRBY DR., SUITE 300 HOUSTON, TX 77054	X	X		

## Signatures

Lynn Carnes 01/11/2007

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) Vesting on all non-vested stock options accelerated as of June 30, 2006

(2) Exercise of Stock Options previously issued under Sharps Compliance 1993 Stock Plan

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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