WEIL JOHN D Form 4 December 31, 2008

FORM 4

OMB APPROVAL

OMB

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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * WEIL JOHN D

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

ALLIED HEALTHCARE PRODUCTS INC [AHPI]

(Check all applicable)

(Last) (First) (Middle)

(Street)

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

_X__ Director Officer (give title below)

_X__ 10% Owner _ Other (specify

200 N BROADWAY SUITE 825 12/30/2008

6. Individual or Joint/Group Filing(Check

4. If Amendment, Date Original

Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person

_ Form filed by More than One Reporting

Person

ST LOUIS, MO 63102

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secui	rities Ac	quired, Disposed	of, or Benefic	cially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit or(A) or Dis (Instr. 3, 4)	sposed	of (D) 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock							4,000	I	IRA
Common Stock							10,000	I	Son (1)
Common Stock							26,300	I	Spouse (1)
Common Stock							10,500	D	
Common Stock	12/30/2008		P	17,700	A	\$ 2.75	3,101,314	I	Limited Partnership

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

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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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year			7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option (right to buy)	\$ 4.05					11/13/2009(3)	11/12/2018	Common Stock	1,500	
Option (right to buy)	\$ 6.73					11/08/2008(3)	11/07/2017	Common Stock	1,500	
Option (right to buy)	\$ 5.24					11/16/2007(3)	11/15/2016	Common Stock	1,500	
Option (right to buy)	\$ 5.63					12/14/2006(3)	12/13/2015	Common Stock	1,000	
Option (right to buy)	\$ 6.841					11/12/2005(3)	11/11/2014	Common Stock	1,000	
Option (right to buy)	\$ 3.9					11/14/2004(3)	11/13/2013	Common Stock	1,000	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

Reporting Owners 2

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WEIL JOHN D
200 N BROADWAY SUITE 825 X X
ST LOUIS, MO 63102

Signatures

John D. Weil 12/31/2008

**Signature of Date

Reporting Person

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) Filer disclaims any economic benefit in shares.
- Shares are held in Woodbourne Partners L.P. of which the Reporting Person is the sole general partner. Number of shares does not include an aggreate of 8,400 additional shares of common stock held in one Individual Retirement Account maintained for the benefit of certain person holding limited partnership interest in Woodbourne (or for the benefit of associate of such person). The Reporting Person disclaims any ownership or economic interest in the shares held in such IRA account.
- (3) Options may not be exercised for a period of one year from the date of the grant and thereafter are exercisable in full.

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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