Edgar Filing: JOHNSON WILLIS J - Form 4

JOHNSON WI Form 4	ILLIS J									
April 16, 2009										
FORM	4		an ar						PPROVAL	
Washington, D.C. 20549									3235-0287	
Check this I if no longer subject to Section 16. Form 4 or Form 5 obligations may continu <i>See</i> Instruct 1(b).	Filed pur ue. Section 17(suant to S a) of the l	Section Public U	SECU 16(a) of the	Estimated a burden hou response	irs per				
(Print or Type Res	sponses)									
1. Name and Add JOHNSON W	Symbol	er Name an RT INC [r Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)	(First) (1	Middle)	3. Date of	of Earliest 7	Transaction		(Chi	eek an appneabl	()	
4665 BUSINESS CENTER DR			(Month/Day/Year) 04/14/2009				X DirectorX 10% Owner X Officer (give title Other (specify below) Chief Executive Officer			
	4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting						
FAIRFIELD,	CA 94534						Person	More than One K	epotting	
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
	Transaction Date Ionth/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, Amount	(A) or of (D)	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)	
Reminder: Report	t on a separate line	for each cl	ass of sec	urities bene	eficially ow	ned directly	or indirectly.			
					Perso inforr requi	ons who re nation con red to resp ays a curre	spond to the collect tained in this forn ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
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.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Option (1)	\$ 30.21	04/14/2009		А		2,000,000		(2)	04/14/2019	Common Stock	2,000,0

Reporting Owners

Reporting Person

Reporting Owner Name / Address		Relationships							
ForB o	Director	10% Owner	Officer	Other					
JOHNSON WILLIS J 4665 BUSINESS CENTER FAIRFIELD, CA 94534	DR	Х	Х	Chief Executive Officer					
Signatures									
Willis J. Johnson	04/16	/2009							
<u>**</u> Signature of	D	ate							

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) Pursuant to the terms of the Stand Alone Stock Option Agreement in the form set forth as Exhibit 10.1 to Form 8-K filed with the SEC on April 16, 2009.

20% of the options will vest on April 14, 2010, the first anniversary of the date of grant, and the balance will vest monthly thereafer such(2) that 100% of the options will be vested on April 14, 2014, subject to the executive's continued service on each such vesting date. Vesting of the options may accelerate upon certain conditions as set forth in the Stand Alone Stock Option Agreement.

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.