

WALTMAN FRANCIS G

Form 4

December 04, 2012

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 *
WALTMAN FRANCIS G

2. Issuer Name and Ticker or Trading Symbol
VIRTUS INVESTMENT PARTNERS, INC. [VRTS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
11/30/2012

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
EVP, Product Management

C/O VIRTUS INVESTMENT PARTNERS, INC., 100 PEARL STREET

(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

HARTFORD, CT 06103

(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 Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.01 per share	11/30/2012		S	V	2,300	D	
				(A) or (D)	\$ 113.02 <u>(1)</u>		
Common Stock, par value \$0.01 per share	11/30/2012		M	V	7,933 <u>(2)</u>	D	
				(A) or (D)	\$ 9.4		

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Common Stock, par value \$0.01 per share	11/30/2012	F	660 ⁽³⁾	D	\$ 113.11	29,971.451	D	
Common Stock, par value \$0.01 per share	11/30/2012	F	3,139 ⁽⁴⁾	D	\$ 113.11	26,832.451 ⁽⁵⁾	D	
Common Stock, par value \$0.01 per share						108.533	I	By 401(k)

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

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(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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 9.4	11/30/2012		M	7,933	04/20/2012 04/20/2019	Common Stock	7,933	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

WALTMAN FRANCIS G
C/O VIRTUS INVESTMENT PARTNERS, INC.
100 PEARL STREET
HARTFORD, CT 06103

EVP, Product
Management

Signatures

/s/Mark S. Flynn,
Attorney-in-Fact

12/04/2012

__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).

This price represents the weighted average sale price of stock sales that were executed in multiple trades at prices ranging from \$113.00

- (1) to \$113.07 per share. The reporting person hereby undertakes, upon request by the SEC staff, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
- (2) Acquisition of common stock upon exercise of employee stock option.
- (3) Exempt disposition to the issuer under Rule 16b-3(e) to satisfy option exercise price.
- (4) Exempt disposition to the issuer under Rule 16b-3(e) to satisfy applicable withholding taxes on exercise of employee stock option.

This number includes (i) 338.617 shares acquired in connection with the Issuer's Employee Stock Purchase Plan; (ii) 4,498 RSUs that are

- (5) scheduled to cliff vest on March 15, 2013 and (iii) 7,314 RSUs that are scheduled to cliff vest on March 15, 2014. RSUs will be settled for shares of common stock on a one-for-one basis upon vesting.

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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