

HAGELSTEIN DAVID A
 Form 4
 November 28, 2012

FORM 4

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

OMB APPROVAL

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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 *
 HAGELSTEIN DAVID A

2. Issuer Name and Ticker or Trading Symbol
 ROCKWELL MEDICAL, INC.
 [RMTI]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 36801 WOODWARD AVE, STE 313
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/26/2012

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

BIRMINGHAM, MI 48009

(City) (State) (Zip)

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| Common Stock | | | | (A) or (D) | 1,372,430 ⁽¹⁾ | D | |
| Common Stock | | | | (A) or (D) | 438,822 ⁽¹⁾ | I | By self as trustee of the David Hagelstein Charitable Remainder Unitrust |

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. 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 Security (Instr. 3 and 4) | | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|------------------|-----------------|--------------|---------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount |
| Common Stock Warrant | \$ 7.18 | 11/26/2012 | | D ⁽²⁾ | | 862,502 | | ⁽²⁾ | 11/28/2012 | Common Stock | 862,502 |
| Common Stock Warrant | \$ 7.18 | 11/26/2012 | | A ⁽²⁾ | | 862,502 | | ⁽²⁾ | 01/28/2013 | Common Stock | 862,502 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| HAGELSTEIN DAVID A 36801 WOODWARD AVE STE 313 BIRMINGHAM, MI 48009 | | | X | |

Signatures

Fred B. Green as attorney-in-fact 11/28/2012

⁽²⁾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).

- Pursuant to its terms, the David Hagelstein Charitable Remainder Unitrust made a distribution at the end of the third quarter of 2012 of
- (1) 11,730 shares of common stock of Rockwell to the David Hagelstein Revocable Living Trust. The distribution is an exempt transaction pursuant to Rule 16a-13 under the Securities Exchange Act of 1934.
 - (2) Issuer originally issued Common Stock Warrants to purchase 862,502 shares of Issuer's common stock on November 28, 2007 at an exercise price of \$7.18 per share. Such Warrants became exercisable on November 28, 2008. The David Hagelstein Revocable Living Trust acquired these Warrants to purchase the 862,502 shares of Issuer's common stock through acquisitions on October 22, 2010 (with respect to 400,000 shares), November 23, 2010 (with respect to 313,000 shares), March 1, 2011 (with respect to 53,668 shares), May 4, 2011 (with respect to 25,000 shares) and November 21, 2011 (with respect to 70,834 shares). On November 26, 2012, Issuer amended the Warrants acquired by the David Hagelstein Revocable Living Trust by extending the expiration date of the Warrants from November 28,

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2012 to January 28, 2013. The amendment results in the deemed cancellation of the 'old' Warrants and the grant of replacement Warrants.

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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