

Sands Fred C  
Form 3  
March 09, 2011

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## INITIAL STATEMENT OF 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 \*

^ Vintage Capital Group, LLC

(Last) (First) (Middle)

11611 SAN VICENTE BLVD.,  
10TH FLOOR

(Street)

LOS ANGELES, ^ CA ^ 90049

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

01/22/2010

3. Issuer Name **and** Ticker or Trading Symbol  
CAPRIUS INC [CAPI.PK]

4. Relationship of Reporting  
Person(s) to Issuer

5. If Amendment, Date Original  
Filed(Month/Day/Year)

(Check all applicable)

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

6. Individual or Joint/Group  
Filing(Check Applicable Line)  
\_\_\_\_ Form filed by One Reporting  
Person  
\_X\_ Form filed by More than One  
Reporting Person

### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security  
(Instr. 4)

2. Amount of Securities  
Beneficially Owned  
(Instr. 4)

3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)

4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

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

SEC 1473 (7-02)

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information contained in this form are not  
required to respond unless the form displays a  
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### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security  
(Instr. 4)

2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)

Date Expiration  
Exercisable Date

3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)

Title Amount or  
Number of  
Shares

4. Conversion  
or Exercise  
Price of  
Derivative  
Security

5. Ownership  
Form of  
Derivative  
Security:  
Direct (D)  
or Indirect  
(I)

6. Nature of Indirect  
Beneficial  
Ownership  
(Instr. 5)

(Instr. 5)

|                                     |                  |            |                 |                              |         |                  |   |
|-------------------------------------|------------------|------------|-----------------|------------------------------|---------|------------------|---|
| Warrant to purchase<br>Common Stock | Â <sup>(1)</sup> | 02/22/2017 | Common<br>Stock | 16,647,173<br><sup>(2)</sup> | \$ 0.01 | D <sup>(3)</sup> | Â |
|-------------------------------------|------------------|------------|-----------------|------------------------------|---------|------------------|---|

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Vintage Capital Group, LLC<br>11611 SAN VICENTE BLVD., 10TH FLOOR<br>LOS ANGELES,Â CAAÂ 90049           | Â             | Â X       | Â       | Â     |
| Fred C. Sands Children's Trust<br>11611 SAN VICENTE BLVD., 10TH FLOOR<br>LOS ANGELES,Â CAAÂ 90049       | Â             | Â X       | Â       | Â     |
| Fred C. Sands Family Revocable Trust<br>11611 SAN VICENTE BLVD., 10TH FLOOR<br>LOS ANGELES,Â CAAÂ 90049 | Â             | Â X       | Â       | Â     |
| Sands Fred C<br>11611 SAN VICENTE BLVD., 10TH FLOOR<br>LOS ANGELES,Â CAAÂ 90049                         | Â             | Â X       | Â       | Â     |

## Signatures

/s/ Fred C. Sands,  
Manager

03/08/2011

    Signature of Reporting  
Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) Immediately exercisable at the discretion of the holder.

(2) The Warrant is exercisable at all times into 40% of the Issuer's Common Stock; hence, the number of shares into which the Warrant is exercisable is variable.

(3) The Fred C. Sands Children's Trust (the "Children's Trust") owns 15% of the membership interests of Vintage Capital Group, LLC ("Vintage"). Fred C. Sands ("Mr. Sands") is the trustee of the Children's Trust. The Fred C. Sands Family Revocable Trust (the "Family Trust") owns 85% of the membership interests of Vintage. Mr. Sands is the trustee of the Family Trust. Each of Mr. Sands, the Children's Trust and the Family Trust may be deemed to share beneficial ownership of the shares beneficially owned by Vintage.

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### Remarks:

ExhibitÂ 99Â -Â JointÂ FilerÂ Information

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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