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

FORM 8-K/A

Amendment No. 1

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported): December 19, 2012

Merit Medical Systems, Inc.
(Exact name of registrant as specified in its charter)

Utah	**0-18592**	**87-0447695**
(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification No.)

1600 West Merit Parkway **South Jordan, Utah**	**84095**
(Address of principal executive offices)	(Zip Code)

(801) 253-1600
(Registrant's telephone number, including area code)

N/A
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

EXPLANATORY NOTE

On December 19, 2012, Merit Medical Systems, Inc. (“Merit”) filed with the Securities and Exchange Commission (“SEC”) a Current Report on Form 8-K (the “Initial Report”), in part for the purpose of announcing the completion of Merit's acquisition of all of the issued and outstanding shares of Thomas Medical Products, Inc. (“Thomas Medical”), as contemplated by a Stock Purchase Agreement, dated November 26, 2012 (the “Purchase Agreement”), by and between Merit and Vital Signs, Inc. (“Vital Signs”) (the “Acquisition”). The purpose of this Amendment No. 1 to the Initial Report is to provide the historical financial statements of Thomas Medical and the unaudited pro forma financial information required by Items 9.01(a) and 9.01(b) of Form 8-K, respectively.

Item 9.01. Financial Statements and Exhibits

(a) ***Financial Statements of Businesses Acquired***

The financial statements of Thomas Medical for the nine months ended September 30, 2012 and 2011 (unaudited) and year ended December 31, 2011, and notes thereto with Report of Independent Auditors are included as Exhibit 99.2 to this Current Report on Form 8-K/A.

As permitted by SEC Rule 3-05(b)(4)(iv), a separate audited balance sheet of Thomas Medical Products, Inc. is not required to be filed with this report, as Merit's most recent audited consolidated balance sheet as of December 31, 2012 is for a date after the date the Acquisition was consummated.

(b) ***Pro Forma Financial Information***

The following Unaudited Pro Forma Combined Condensed Financial Statements are included as Exhibit 99.3 to this Current Report on Form 8-K/A:

i. Unaudited Pro Forma Combined Condensed Statement of Operations for the year ended December 31, 2012

ii. Notes to the Unaudited Pro Forma Combined Condensed Statement of Operations

The unaudited pro forma financial information included as Exhibit 99.3 to this Current Report on Form 8-K/A has been prepared for the purpose of illustrating the pro forma effects of the Acquisition. The Unaudited Pro Forma Combined Condensed Statement of Operations for the year ended December 31, 2012 gives effect to the Acquisition as if it had occurred at January 1, 2012. All pro forma information set forth in this Current Report on Form 8-K/A has been prepared for informational purposes only and does not purport to be indicative of the results that would have occurred if the Acquisition actually occurred on the date indicated or the results which may occur in the future.

(d) ***Exhibits***

2.1 Stock Purchase Agreement dated November 26, 2012 by and between Merit Medical Systems, Inc., and Vital Signs, Inc., (incorporated by reference to Exhibit 2.1 to Merit's Amendment No. 2 to Current Report on Form 8-K/A filed with the Securities and Exchange Commission on January 24, 2013).**

10.1 Amended and Restated Credit Agreement, dated as of December 19, 2012, by and between Merit Medical Systems, Inc. and Wells Fargo Bank, National Association (previously filed with the Initial Report).

23.1 Consent of Deloitte & Touche LLP, Independent Auditors (filed herewith).

99.1 Press Release issued by Merit Medical Systems, Inc., dated December 19, 2012, entitled “Merit Medical Completes Acquisition of Thomas Medical Products, Inc., a Unit of GE Healthcare” (previously filed with the Initial Report).

99.2 Financial Statements of Thomas Medical Products, Inc., for the nine months ended September 30, 2012 and 2011 (unaudited) and year ended December 31, 2011 (filed herewith).

99.3 Unaudited Pro Forma Combined Condensed Statement of Operations for the year ended December 31, 2012 and notes thereto (filed herewith).

** Certain confidential portions of this exhibit were omitted. This exhibit, with the omitted information, has been filed separately with the SEC pursuant to an Application for Confidential Treatment under Rule 24b-2 under the Securities Exchange Act of 1934, as amended.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MERIT MEDICAL SYSTEMS, INC.

Date: March 7, 2013

By: /s/ Rashelle Perry

Rashelle Perry
Chief Legal Officer

EXHIBIT INDEX

Exhibit Number	Description
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99.2	Financial Statements of Thomas Medical Products, Inc., for the nine months ended September 30, 2012 and 2011 (unaudited) and year ended December 31, 2011 (filed herewith).
99.3	Unaudited Pro Forma Combined Condensed Statement of Operations for the year ended December 31, 2012 and notes thereto (filed herewith).

** Certain confidential portions of this exhibit were omitted. This exhibit, with the omitted information, has been filed separately with the SEC pursuant to an Application for Confidential Treatment under Rule 24b-2 under the Securities Exchange Act of 1934, as amended.

Exhibit 23.1

CONSENT OF INDEPENDENT AUDITORS

We consent to the incorporation by reference in Registration Statement Nos. 333-163104, 333-135614, 333-129267, 333-116365 and 333-58162 on Forms S-8 and Registration Statement No. 333-169012 on Form S-3 of our report dated March 7, 2013, relating to the financial statements of Thomas Medical Products, Inc. for the year ended December 31, 2011, appearing in this Current Report on Form 8-K/A of Merit Medical Systems, Inc.

/s/ Deloitte & Touche LLP

Salt Lake City, Utah
March 7, 2013

Exhibit 99.2

Thomas Medical Products, Inc.

Financial Statements for the Nine Months Ended September 30, 2012 and 2011 (Unaudited) and
Year Ended December 31, 2011, and
Independent Auditors' Report

THOMAS MEDICAL PRODUCTS, INC.

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INDEPENDENT AUDITORS’ REPORT

To the Board of Directors of
Thomas Medical Products, Inc.
Malvern, Pennsylvania

We have audited the accompanying statements of operations, parent company equity, and cash flows of Thomas Medical Products, Inc. (the “Company”) for the year ended December 31, 2011. These financial statements are the responsibility of the Company’s management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company’s internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, such financial statements present fairly, in all material respects, the results of operations and cash flows for the Company for the year ended December 31, 2011 in conformity with accounting principles generally accepted in the United States of America.

/s/ Deloitte & Touche LLP

Salt Lake City, Utah
March 7, 2013

THOMAS MEDICAL PRODUCTS, INC.

STATEMENT OF OPERATIONS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2012 AND 2011 (UNAUDITED)
AND FOR THE YEAR ENDED DECEMBER 31, 2011
(In thousands)

	For the Nine Months Ended (Unaudited) September 30, 2012	For the Nine Months Ended (Unaudited) September 30, 2011	For the Year Ended December 31, 2011
NET SALES	$ 27,464	$ 26,925	$ 35,718
COST OF SALES	12,239	12,376	16,389
GROSS PROFIT	15,225	14,549	19,329
OPERATING EXPENSES:			
Selling, general, and administrative expenses	3,903	3,973	5,239
Research and development expense	1,469	1,507	1,971
Total operating expenses	5,372	5,480	7,210
INCOME FROM OPERATIONS BEFORE INCOME TAX EXPENSE	9,853	9,069	12,119
INCOME TAX EXPENSE	3,853	3,517	4,704
NET INCOME	$ 6,000	$ 5,552	$ 7,415

See accompanying notes to the financial statements.

THOMAS MEDICAL PRODUCTS, INC.

STATEMENT OF PARENT COMPANY EQUITY
FOR THE PERIODS ENDED SEPTEMBER 30, 2011 AND SEPTEMBER 30, 2012 (UNAUDITED)
(In thousands)

	Total Parent Company Investment	Comprehensive Income
BALANCE — January 1, 2011	$ 132,906	
Net income	5,552	$ 5,552
Net transfers to parent	(5,626)	
BALANCE — September 30, 2011	132,832	
BALANCE — January 1, 2012	131,979	
Net income	6,000	$ 6,000
Net transfers to parent	(4,291)	
BALANCE — September 30, 2012	$ 133,688	

See accompanying notes to the financial statements.

THOMAS MEDICAL PRODUCTS, INC.

STATEMENT OF PARENT COMPANY EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2011
(In thousands)

	Total Parent Company Investment	Comprehensive Income
BALANCE — January 1, 2011	$ 132,906	
Net income	7,415	$ 7,415
Net transfers to parent	(8,342)	
BALANCE — December 31, 2011	$ 131,979	

See accompanying notes to the financial statements.

THOMAS MEDICAL PRODUCTS, INC.

STATEMENT OF CASH FLOWS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2012 AND 2011 (UNAUDITED)
AND FOR THE YEAR ENDED DECEMBER 31, 2011
(In thousands)

	For the Nine Months Ended (Unaudited) September 30, 2012	For the Nine Months Ended (Unaudited) September 30, 2011	For the Year Ended December 31, 2011
CASH FLOWS FROM OPERATING ACTIVITIES:			
Net income	$ 6,000	$ 5,552	$ 7,415
Adjustments to reconcile net income to net cash provided by operating activities:			
Depreciation	426	451	607
Amortization	1,728	1,729	2,305
Deferred income taxes	(816)	(796)	(1,035)
Changes in operating assets and liabilities:			
Trade receivables	(2,317)	(845)	(283)
Inventories	370	(113)	90
Prepaid expenses and other assets	(235)	(204)	(14)
Accounts payable	340	(50)	(228)
Accrued expenses and other liabilities	(918)	22	(152)
Total adjustments	(1,422)	194	1,290
Net cash provided by operating activities	4,578	5,746	8,705
CASH FLOWS FROM INVESTING ACTIVITIES —			
Capital expenditures for property, plant and equipment	(287)	(376)	(619)
Net cash used in investing activities	(287)	(376)	(619)
CASH FLOWS FROM FINANCING ACTIVITIES —			
Net transfers to parent	(4,291)	(5,626)	(8,342)
Net cash used in financing activities	(4,291)	(5,626)	(8,342)
NET DECREASE IN CASH AND CASH EQUIVALENTS	—	(256)	(256)
CASH AND CASH EQUIVALENTS:			
Beginning of period	—	256	256
End of period	$ —	$ —	$ —

See accompanying notes to the financial statements.

1. NATURE OF OPERATIONS AND BASIS OF PRESENTATION

Thomas Medical Products, Inc. ("Thomas Medical," the "Company" or "we") is a medical manufacturer that designs, develops and manufactures class II and III medical devices and sells those mainly to original equipment manufacturer ("OEM") customers. The Company mainly focuses on single use vascular access delivery devices for diagnostic and therapeutic procedures in the areas of Electrophysiology ("EP"), Cardiac Rhythm Management ("CRM"), and Interventional Cardiology ("IC")/Interventional Radiology ("IR") markets. The Company also performs services related to stability testing, package design and redesign, research and development, and recall administration. The Company primarily sells its products within the U.S., with less than five percent of sales outside of the U.S. in 2011. The Company operates as a unit of General Electric Healthcare ("GE Healthcare"), a division of General Electric Company ("GE Company").

The financial statements of the Company have been derived from the financial statements and accounting records of GE Company, principally from statements and records representing Thomas Medical's business. Certain corporate and general and administrative expenses, including those related to quality control, information technology, business development, finance, human resources, communications, legal, headquarters and tax have been allocated to the Company based on specific identification, analysis of the transition service agreement, or a percentage of the Company's costs to the total of GE Healthcare's costs. Management believes such allocations are reasonable. However, the associated expenses reflected in the accompanying statements of operations may not be indicative of the actual expenses that would have been incurred had Thomas Medical been operating as a stand-alone company for the periods presented. These allocations reflected in the statements of operations within selling, general, and administrative expenses, totaled $416 thousand, $408 thousand, and $544 thousand for the nine months ended September 30, 2012 and 2011 and the year ended December 31, 2011, respectively. The financial statements have been prepared in accordance with generally accepted accounting principles in the United States ("U.S. GAAP").

The financial statements for the nine months ended September 30, 2012 and 2011 included herein are unaudited, but in the opinion of management, such financial statements include all adjustments, consisting of normal recurring adjustments, necessary to summarize fairly the Company's results of operations and cash flows for the interim periods. The results reported in these financial statements should not be taken as indicative of results that may be expected for the entire year.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Use of Estimates — The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. The most significant assumptions are employed in estimates used in determining the allowance for doubtful accounts, inventory obsolescence, GE allocations, income tax assets and liabilities, and income tax expense. Actual results could differ from those estimates.

Cash and Cash Equivalents — Historically, cash deposits of the Company have been transferred to GE Company and GE Company has funded the Company's disbursement accounts as required.

Trade Receivables — Trade receivables are stated net of the allowance for doubtful accounts, which is based on the evaluation of the accounts receivable aging, specific exposures, and historical trends. Account balances are charged off against the allowance after all means of collection have been exhausted and the potential for recovery is considered remote.

Inventories — Inventories are valued at the lower of cost, determined on a first-in, first-out basis, or market value. Inventory costs include material, labor and manufacturing overhead. The Company provides inventory adjustments for excess, obsolete or slow-moving inventory based on changes in customer demand, technology developments or other economic factors.

Property, Plant, and Equipment — Property, plant and equipment are stated at historical cost less accumulated depreciation or amortization. The cost of renewals and betterments are capitalized and depreciated. Expenditures for maintenance and repairs, including replacement of minor items of physical properties are charged to operations as incurred. Depreciation is computed using the straight-line method, assuming no salvage value, overestimated useful lives as follows:

Leasehold improvements	Shorter of lease term or 10 years
Office equipment	10 years
Office furniture	10 years
Plant equipment	10–12 years

Depreciation expense related to property and equipment for the nine months ended September 30, 2012 and 2011 and the year ended December 31, 2011 were approximately $426 thousand, $451 thousand, and $607 thousand, respectively. Upon retirement or other disposal of property, plant and equipment, the cost and related amount of accumulated depreciation is eliminated from the asset and accumulated depreciation accounts, respectively. The difference, if any, between the net asset value and the proceeds is included in net income.

The Company periodically reviews the property, plant and equipment for impairment whenever events or circumstances indicate that the carrying value of an asset may not be recoverable. An asset is considered impaired when estimated future cash flows are less than the carrying amount of the asset. In the event the carrying amount of such asset is not considered recoverable, the asset is adjusted to its fair value. Fair value is generally determined based on discounted future cash flow.

Goodwill — Goodwill is calculated as the excess of the cost of purchased businesses over the fair value of their underlying net assets. Goodwill is allocated and evaluated at the reporting unit level which is at, or one level below, the Company’s operating segments. Reporting units are identified by assessing whether the components of the Company’s reportable segments constitute businesses for which discrete financial information is available and management of each reporting unit regularly reviews the operating results of those components. The Company has determined that it has one reporting unit.

Goodwill is not amortized, but rather is evaluated for impairment annually as of June 30 or whenever the Company identifies certain triggering events that may indicate impairment. Impairment testing for goodwill is performed in two steps: (i) the determination of possible impairment, based upon the fair value of a reporting unit as compared to its carrying value; and (ii) if there is a possible impairment indicated, this step measures the amount of impairment loss, if any, by comparing the implied fair value of goodwill with the carrying amount of that goodwill.

Intangible Assets — Intangible assets with finite lives include intellectual property consisting primarily of developed technology and customer relationships with estimates of recoverability ranging from eight to 11 years that are amortized accordingly on a straight-line basis. The Company tests intangible assets for recoverability whenever events or changes in circumstances indicate that their carrying amount may not be recoverable. When such events or changes in circumstances occur, a recoverability test is performed comparing projected undiscounted cash flows from the use and eventual disposition of an asset or asset group to its carrying value, to determine whether impairment exists. If an intangible asset is determined to be impaired, the loss is measured based on the difference between the asset's fair value and carrying value. Aggregate amortization expense for the nine months ended September 30, 2012 and 2011 and the year ended December 31, 2011, were approximately $1.7 million, $1.7 million and $2.3 million, respectively.

Estimated amortization expense for the intangible assets for the next five years as of September 30, 2012, consisted of the following (in thousands):

Year Ending December 31:		
Remaining 2012	$	576
	2013	2,305
	2014	2,305
	2015	2,305
	2016	2,146

Loss Contingencies — Liabilities for loss contingencies are estimated when it is probable that a liability has been incurred and the amount of loss is reasonably estimable. Disclosure is provided when there is a reasonable possibility that the ultimate loss will exceed the recorded provision or if such loss is not reasonably estimable.

Parent Company Investment — The "Parent Company Investment" in the financial statements represents the historical investment in the Business, the Business' accumulated net earnings after taxes, and the net effect of transactions with and allocations from GE Company. Note 3 provides additional information regarding the allocation to the Business of various expenses incurred by GE Company.

Revenue Recognition — Revenue is recognized when realized or realizable and earned. The Company's policy is to recognize revenues related to goods and products sold when all of the following have occurred: (i) persuasive evidence of an arrangement exists, (ii) delivery has occurred or services have been rendered, (iii) the price is fixed or determinable and (iv) the ability to collect is reasonably assured. These criteria are generally satisfied at the time of delivery when risk of loss and title passes to the customer. Net revenues comprise gross revenues less customer discounts and allowances and actual and expected returns (estimated based on returns history and position in product life cycle). Revenue from rendering services is recognized when services and completed and billed.

Shipping and Handling — Shipping and handling charges are included in total revenues for the applicable period and the corresponding shipping and handling expense is reported in cost of sales.

Research and Development — Research and development costs are expensed as incurred.

Income Taxes — Income taxes are computed on a stand-alone basis in accordance with the provisions of Accounting Standards Codification ("ASC") 740, *Income Taxes*. The income tax benefits of a consolidated income tax return have been reflected where such returns have or could be filed based on the entities and jurisdictions included in the financial statements.

Deferred tax assets and liabilities are recognized for the expected future tax consequences of events that have been reflected in the financial statements. Deferred tax assets and liabilities are determined based on the differences between the book and tax bases of assets and liabilities and operating loss carryforwards, using tax rates in effect for the years in which the differences are expected to reverse. A valuation allowance is provided to reduce net deferred tax assets if, based upon the available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized.

Concentration of Risk — Sales to the single largest customer comprised approximately 35%, 67%, and 63% of total sales for the nine months ended September 30, 2012 and 2011 and the year ended December 31, 2011, respectively. For the nine months ended September 30, 2012, two other customers comprised approximately 14% and 13% of total sales, respectively. No other customers accounted for more than ten percent of total sales for any of the periods presented.

Recent Accounting Pronouncements — Other than described below, no new accounting pronouncements adopted or issued by the Financial Accounting Standards Board ("FASB") during fiscal years 2011 or 2012 had or are expected to have a material impact on the Company's financial statements.

In September 2011, the FASB issued authoritative guidance, which amends the process of testing goodwill for impairment. Additionally, in July 2012, the FASB issued authoritative guidance, which similarly amends the process of testing indefinite-lived intangible assets for impairment. The guidance permits an entity to first assess qualitative factors to determine whether the existence of events or circumstances leads to a determination that it is more likely than not (defined as having a likelihood of more than fifty percent) that the fair value of a reporting unit or indefinite-lived intangible asset is less than its carrying amount. If an entity determines it is not more likely than not that the fair value of a reporting unit is less than its carrying amount, performing the traditional two step goodwill impairment test is unnecessary. If an entity concludes otherwise, it would be required to perform the first step of the two step goodwill impairment test. If the carrying amount of the reporting unit exceeds its fair value, then the entity is required to perform the second step of the goodwill impairment test. If an entity determines it is not more likely than not that the fair value of an indefinite-lived intangible asset is less than its carrying amount, then the entity is not required to take further action. If an entity concludes otherwise, it would be required to perform a quantitative impairment test by calculating the fair value of the asset and comparing it with its carrying amount. If the carrying amount of the reporting unit exceeds its fair value, then the entity shall recognize an impairment loss in an amount equal to that excess. However, an entity has the option to bypass the qualitative assessment in any period and proceed directly to the quantitative assessment. This amendment has not had a material impact on the Company's financial statements upon implementation.

In December 2010, the FASB amended its authoritative guidance related to Step 1 of the goodwill impairment test for reporting units with zero or negative carrying amounts. For those reporting units, an entity is required to perform Step 2 of the goodwill impairment test if it is more likely than not that a goodwill impairment exists. In determining whether it is more likely than not that a goodwill impairment exists, an entity must consider whether there are any adverse qualitative factors indicating an impairment may exist. The guidance became effective for fiscal years, and interim periods within those years, beginning after December 15, 2010. The adoption of the guidance did not have an impact on the Company's financial statements.

3. RELATED-PARTY TRANSACTIONS

The Company purchased certain materials from Vital Signs Inc., an affiliate of GE Company, to the value of $51 thousand, $15 thousand, and $15 thousand for the nine months ended September 30, 2012 and 2011 and the year ended December 31, 2011, respectively.

As disclosed above, GE Company incurs certain corporate and general and administrative costs on behalf of the Company. Corporate overhead totaled $416 thousand, $408 thousand, and $544 thousand for the nine months ended September 30, 2012 and 2011 and the year ended December 31, 2011, respectively.

4. INCOME TAXES

The components of the provision for income taxes for the nine months ended September 30, 2012 and 2011 and the year ended December 31, 2011, consisted of the following (in thousands):

	(Unaudited) September 30, 2012	(Unaudited) September 30, 2011	December 31, 2011
Current expense:			
Federal	$ 3,589	$ 3,316	$ 4,407
State	1,080	997	1,332
Total current expense	4,669	4,313	5,739
Deferred benefit:			
Federal	(697)	(679)	(884)
State	(119)	(117)	(151)
Total deferred benefit	(816)	(796)	(1,035)
Total	$ 3,853	$ 3,517	$ 4,704

The difference between the income tax expense reported and amounts computed by applying the statutory federal rate of 35% to pretax income for the nine months ended September 30, 2012 and 2011 and the year ended December 31, 2011, consisted of the following (in thousands):

	(Unaudited)		
	September 30,		December 31,
	2012	2011	2011
Computed federal income tax expense at statutory rate of 35%	$ 3,449	$ 3,174	$ 4,242
State income taxes	582	532	715
Tax credits			(2)
Production activity deduction	(207)	(191)	(253)
Other — including the effect of graduated rates	29	2	2
Total income tax expense	$ 3,853	$ 3,517	$ 4,704

5. COMMITMENTS AND CONTINGENCIES

Lease Commitments — The Company is a lessee under non-cancelable operating lease arrangements for office space and a commercial vehicle. Total rental expense on these operating leases for the nine months ended September 30, 2012 and 2011 and the year ended December 31, 2011, approximated $239 thousand, $246 thousand, and $325 thousand, respectively. Future minimum rental commitments under non-cancelable operating leases as of September 30, 2012, consisted of the following (in thousands):

Year Ending September 30:	
Remaining 2012	$ 58
2013	239
2014	247
2015	112
2016	13
Thereafter	29
	$ 698

Litigation — In January 2012, GE Company settled a lawsuit on behalf of the Company related to a product liability lawsuit and paid a sum of $625,000 to fully settle the claim. No remaining contingency exists surrounding this lawsuit as of September 30, 2012.

From time to time, the Company is involved in litigation incidental to operations. In the opinion of management, the ultimate resolution of these legal proceedings will not have a material effect on the Company’s financial statements.

6. EMPLOYEE 401(k) PLAN

The Company's employees participate in the Vital Signs, Inc. 401(k) Savings and Protection Plan (the "Plan"). Contributions the Company made to the Plan totaled $52 thousand, $48 thousand and $66 thousand for the nine months ended September 30, 2012 and 2011 and the year ended December 31, 2011, respectively.

7. SUBSEQUENT EVENTS

In preparing these financial statements, the Company has evaluated events and transactions for potential recognition or disclosure through March 7, 2013, the date the financial statements were available to be issued.

On December 19, 2012, Merit Medical Systems, Inc. consummated the transactions contemplated by a Stock Purchase Agreement with Vital Signs, Inc., an affiliate of GE Healthcare, as seller, and purchased all of the issued and outstanding shares of the Company in an all-cash transaction valued at a total purchase price of approximately $165.6 million (net of cash acquired). The Company now operates as Merit Medical Systems, Inc., Malvern Division. No other material subsequent events were noted that require recognition in the financial statements or disclosure in the accompanying notes.

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Exhibit 99.3

UNAUDITED PRO FORMA COMBINED CONDENSED STATEMENT OF OPERATIONS

On December 19, 2012, we consummated the transactions contemplated by a Stock Purchase Agreement with Vital Signs, Inc., an affiliate of GE Healthcare ("Vital Signs"), as seller, and purchased all of the issued and outstanding shares of Thomas Medical Products, Inc. ("Thomas Medical"), a Pennsylvania corporation (the "Acquisition").

The unaudited pro forma combined condensed statement of operations is presented as if the Acquisition had occurred on January 1, 2012. The unaudited pro forma combined condensed statement of operations has been prepared by our management to reflect the pro forma impact of the Acquisition and related financing.

The Acquisition has been accounted for using the acquisition method of accounting and, accordingly, the total estimated purchase consideration of the Acquisition was allocated to the tangible assets and identifiable intangible assets acquired and liabilities assumed based on their relative fair values. The excess of the purchase consideration over the net tangible and identifiable intangible assets acquired and liabilities assumed was recorded as goodwill. Determination of the allocations of the Thomas Medical purchase price used in the unaudited pro forma combined condensed statement of operations is based upon preliminary estimates and assumptions. These preliminary estimates and assumptions could change significantly during the measurement period as we finalize the valuations of the net tangible assets and intangible assets acquired and liabilities assumed. Any change could result in material variances between our future financial results and the amounts presented in the unaudited pro forma combined condensed statement of operations, including variances in fair values recorded, as well as expenses associated with these items.

The unaudited pro forma combined condensed statement of operations reflects adjustments that are factually supportable, directly attributable to the Acquisition, and have a recurring impact, and does not reflect nonrecurring acquisition-related charges resulting from the Acquisition. The unaudited pro forma combined condensed statement of operations also does not include any restructuring or integration costs we may incur or the effects of any cost savings from operating efficiencies and synergies that may result from the Acquisition.

The unaudited pro forma combined condensed statement of operations is for information purposes only and does not purport to represent what our actual results would have been if the Acquisition had been completed as of the date indicated above or that may be achieved in the future.

The unaudited pro forma combined condensed statement of operations, including the notes thereto, should be read in conjunction with our historical financial statements set forth in our Annual Report on Form 10-K for the year ended December 31, 2012, filed with the SEC on March 1, 2013, as well as the historical financial statements of Thomas Medical included elsewhere in this Current Report on Form 8-K.

MERIT MEDICAL SYSTEMS, INC.
UNAUDITED PRO FORMA COMBINED
CONDENSED STATEMENT OF OPERATIONS
FOR THE YEAR ENDED DECEMBER 31, 2012
(In thousands, except per share data)

	Merit Medical Year Ended December 31, 2012	Thomas Medical Nine Months Ended September 30, 2012	Thomas Medical Period from October 1 to December 19, 2012	Pro Forma adjustments	Notes	Pro Forma Combined
SALES	$ 394,288	$ 27,464	$ 8,323	$ (30)	(a)	$ 430,045
COST OF SALES	212,296	12,239	3,990	5,955	(a) (b) (e)	234,480
GROSS PROFIT	181,992	15,225	4,333	(5,985)		195,565
OPERATING EXPENSES:						
Selling, general and administrative	122,106	3,903	1,303	(4,053)	(b) (c)	123,259
Research and development	27,795	1,469	144	—		29,408
Acquired in-process research and development	2,450	—	—	—		2,450
Total	152,351	5,372	1,447	(4,053)		155,117
INCOME FROM OPERATIONS	29,641	9,853	2,886	(1,932)		40,448
OTHER INCOME (EXPENSE):						
Interest income	226	—	—	—		226
Interest expense	(604)	—	—	(5,383)	(d)	(5,987)
Other expense	(1,645)	—	—	—		(1,645)
Total other expense - net	(2,023)	—	—	(5,383)		(7,406)
INCOME BEFORE INCOME TAXES	27,618	9,853	2,886	(7,315)		33,042
INCOME TAX EXPENSE (BENEFIT)	7,908	3,853	1,125	(2,845)	(f)	10,041
NET INCOME	19,710	6,000	1,761	(4,470)		23,001
EARNINGS PER SHARE:						
Basic	0.47					0.55
Diluted	0.46					0.54
AVERAGE COMMON SHARES:						
Basic	42,176					42,176
Diluted	42,610					42,610

See notes to unaudited pro forma combined condensed statement of operations.

MERIT MEDICAL SYSTEMS, INC.
NOTES TO UNAUDITED PRO FORMA COMBINED CONDENSED STATEMENT OF OPERATIONS

1. BASIS OF PRESENTATION. On December 19, 2012, we consummated the transactions contemplated by a Stock Purchase Agreement (the "Stock Purchase Agreement") with Vital Signs Inc., as seller, and purchased all of the issued and outstanding shares of Thomas Medical (the "Acquisition").

The unaudited pro forma combined condensed statement of operations for the year ended December 31, 2012 is based on our historical financial statements for the years then ended and Thomas Medical's historical financial statements for the period from January 1, 2012 to December 19, 2012 (date of acquisition), after giving effect to the Acquisition-related adjustments. The unaudited pro forma combined condensed statement of operations is presented as if the Acquisition had occurred on January 1, 2012.

2. PURCHASE PRICE ALLOCATION. We accounted for the Acquisition as a business combination. We made an initial payment of $167.0 million to Vital Signs in December 2012. We also accrued an additional $445,000 at December 31, 2012, related to a final payment made to Vital Signs in February 2013 for net working capital received in excess of the target net working capital specified in the Stock Purchase Agreement. The total purchase price was preliminarily allocated as follows (in thousands):

Assets Acquired		
Trade receivables	$	6,507
Inventories		5,459
Prepaid expenses		340
Property and equipment		2,685
Intangibles		
Developed technology		43,000
Non-compete agreements		500
Customer lists		5,000
Trademarks		1,400
Goodwill		102,407
Total assets acquired		167,298
Liabilities Assumed		
Trade payables		588
Accrued expenses		1,094
Total liabilities assumed		1,682
Net assets acquired, net of cash acquired of $1,829	$	165,616

With respect to the Thomas Medical assets, we intend to amortize developed technology over eight years, customer lists on an accelerated basis over 12 years, and non-compete agreements over three years. While U.S. trademarks can be renewed indefinitely, we currently estimate that we will generate cash flow from the acquired trademarks for a period of 15 years from the acquisition date. The total weighted-average amortization period for these acquired intangible assets is 8.55 years.

3. ACQUISITION FINANCING. In order to facilitate the Acquisition, we entered into an Amended and Restated Credit Agreement, dated as of December 19, 2012 (the "Credit Agreement"), with the lenders who are or may become a party thereto (the "Lenders"), and Wells Fargo Bank, National Association ("Wells Fargo"), as administrative agent for the Lenders. Pursuant to the terms of the Credit Agreement, the Lenders have agreed to make revolving credit loans up to an aggregate amount of $175 million. The Lenders also made a term loan in the amount of $100 million, repayable in quarterly installments of $2.5 million until the maturity date of December 19, 2017, at which time the term loan and revolving credit loans, together with accrued interest thereon, will be due and payable. The Credit Agreement is collateralized by substantially all of our assets.

On December 19, 2017, all principal, interest and other amounts outstanding under the Credit Agreement are payable in full. At any time prior to the maturity date, we may repay any amounts owing under all revolving credit loans, term loans, and all swingline loans in whole or in part, subject to certain minimum thresholds, without premium or penalty, other than breakage costs.

The term loan and any revolving credit loans made under the Credit Agreement bear interest at a variable base rate (as defined) plus a fixed margin. On December 19, 2012, we entered into a $150 million pay-fixed, receive-variable interest rate swap with Wells Fargo at a fixed interest rate of 2.98%. The variable portion of the interest rate swap is tied to the one-month LIBOR rate (the benchmark interest rate). The interest rates under both the interest rate swap and the underlying debt reset, the swap is settled with the counterparty, and interest is paid, on a monthly basis. The interest rate swap is scheduled to expire on December 19, 2017.

4. PRO FORMA ADJUSTMENTS. The following is a summary of pro forma adjustments reflected in the unaudited pro forma combined condensed statement of operations based on preliminary estimates, which may change as additional information is obtained:

a. During the year ended December 31, 2012, we sold products to Thomas Medical, and as such, adjustments of $30 thousand and $17 thousand were made to eliminate the intercompany sales and related costs of sales, respectively.

b. To reverse the amortization expense of approximately $2.2 million during 2012 included in operating expense in the Thomas Medical historical results of operations and to include the amortization expense related to intangibles resulting from the Acquisition. Amortization is based on the following estimated lives: developed technology over eight years, customer lists on an accelerated basis over 12 years, non-compete agreements over three years and a trademark over 15 years from the date of acquisition (see Note 2 discussed above). Amortization expense of approximately $5.2 million and $899 thousand related to intangibles resulting from the Acquisition was included in cost of sales and selling, general and administrative expense, respectively, in the pro forma adjustments for the year ended December 31, 2012.

c. We incurred approximately $2.7 million in Acquisition-related expenses during the year ended December 31, 2012. As these are nonrecurring charges directly related to the acquisition, they have been reversed from the unaudited pro forma combined condensed statement of operations for the year ended December 31, 2012.

d. To recognize incremental interest expense of approximately $4.7 million related to long-term debt issued as a result of the Acquisition. As a result of the interest rate swap discussed in Note 3, interest expense on $150 million of the total purchase price was estimated based on the fixed rate of 2.98%. Interest expense related to the remaining purchase price amount was estimated based on a base rate of 2.00% plus the average of the one-month Wells Fargo LIBOR rate that was prevailing during the year ended December 31, 2012. We also included approximately $708 thousand of interest expense for the year ended December 31, 2012 related to the amortization of long-term debt issuance costs attributable to the Credit Agreement.

e. To record the incremental expense of approximately $770 thousand related to the amortization of the fair value step-up adjustment from acquired inventories. Our historical results of operations for the year ended December 31, 2012 include approximately $831 thousand related to the amortization of this fair value adjustment.

f. To reflect the estimated tax impact of the purchase accounting adjustments. For the year ended December 31, 2012, the effective tax rate used is a statutory rate of 38.9%.