

EMAGEON INC
Form 4
April 05, 2006

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
PITTMAN W RANDALL

(Last) (First) (Middle)

1200 CORPORATE DRIVE, SUITE
200

(Street)

BIRMINGHAM, AL 35242

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
EMAGEON INC [EMAG]

3. Date of Earliest Transaction
(Month/Day/Year)
04/03/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chief Financial Officer

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	04/03/2006	04/03/2006	M	(A) or (D) Amount 2,500 (1)	\$ 4.7 9,426	D	
Common Stock	04/03/2006	04/03/2006	S	(2) Amount 2,500 (2)	\$ 16.9 6,926	D	

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

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information contained in this form are not
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(9-02)

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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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock	\$ 16.56	04/03/2006	04/03/2006	A		28,416		<u>(3)</u>	04/03/2016	Common Stock	28,416
Common Stock	\$ 0	04/03/2006	04/03/2006	A		3,157		<u>(4)</u>	04/03/2016	Common Stock	3,157
Common Stock	\$ 4.7	04/03/2006	04/03/2006	M		2,500		<u>(5)</u>	11/01/2012	Common Stock	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
PITTMAN W RANDALL 1200 CORPORATE DRIVE SUITE 200 BIRMINGHAM, AL 35242	Chief Financial Officer

Signatures

/s/ Pamela B. Fetterolf, Attorney-in-Fact for W. Randall
Pittman 04/05/2006

__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).
- (1) These shares were acquired from the exercise of stock options, such transaction completed pursuant to a certain 10b5-1 Plan Agreement executed in November of 2005.
- (2) These shares were sold pursuant to a 10b5-1 Plan Agreement executed in November of 2005.
- (3) This option vests 25% on the first anniversary of the grant date and the remaining 75% vests in 36 equal monthly installments beginning on May 1, 2007.
- (4) These Restricted Stock Units vest 25% on the first anniversary of the grant date and the remaining 75% vests in 36 equal monthly installments beginning on May 1, 2007. The settlement date for these Restricted Stock Units is April 3, 2012.
- (5) The option vested on 11/01/2005

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.