

Edgar Filing: NATUS MEDICAL INC - Form 4

NATUS MEDICAL INC  
Form 4  
March 14, 2003

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OMB APPROVAL  
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OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden  
hours per response.....0.5  
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Check this box if no longer subject to Section 16. Form 4 or Form 5  
obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person\*

Perry Richard C.  
-----  
(Last) (First) (Middle)

c/o Perry Capital  
599 Lexington Avenue

-----  
(Street)

New York New York 10022  
-----  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Natus Medical, Inc. (Ticker: BABY)

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

4. Statement for Month/Day/Year

03/13/03

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

6. Relationship of Reporting Person(s) to Issuer

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(Check all applicable)

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

7. 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.<br>Title of Security<br>(Instr. 3)        | 2.<br>Trans-<br>action<br>Date<br>(mm/dd/yy) | 2A.<br>Deemed<br>Execution<br>Date, if<br>any<br>(mm/dd/yy) | 3.<br>Transaction<br>Code<br>(Instr. 8) |   | 4.<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |                  |          | 5.<br>Amou<br>Secu<br>Bene<br>Owe<br>Foll<br>Repo<br>Tran<br>(Ins<br>Ins |
|--|--|---|---|---|--|------------------|----------|--|
|  |  |   | Code                                    | V | Amount   | (A)<br>or<br>(D) | Price    |  |
| Common Stock, par value<br>\$0.001 per share | 03/13/03                                     | N/A   | P                                       |   | 10,105   | A                | \$3.31   | (2)  |
| Common Stock, par value<br>\$0.001 per share | 03/13/03                                     | N/A   | P                                       |   | 32,680   | A                | \$3.31   | (2)  |
| Common Stock, par value<br>\$0.001 per share | 03/13/03                                     | N/A   | P                                       |   | 215  | A                | \$3.31   | (2)  |
| Common Stock, par value<br>\$0.001 per share | 03/13/03                                     | N/A   | P                                       |   | 7,050  | A                | \$3.3358 | (2)  |
|  |  |   |   |   |  |                  |          |  |
|  |  |   |   |   |  |                  |          |  |
|  |  |   |   |   |  |                  |          |  |
|  |  |   |   |   |  |                  |          |  |

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

\* If the form is filed by more than one reporting person, see Instruction

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4(b) (v) .

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number

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FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1.<br>Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conver-<br>sion<br>or<br>Exer-<br>cise<br>Price<br>of<br>Deriv-<br>ative<br>Secur-<br>ity | 3.<br>Trans-<br>action<br>Date<br>(mm/dd/<br>yy) | 3A.<br>Deemed<br>Execut-<br>ion<br>Date if<br>any<br>(mm/dd/<br>yy) | 4.<br>Trans-<br>action<br>Code<br>(Instr.<br>8)<br>Code V | 5.<br>Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D)<br>(Instr. 3,<br>4 and 5)<br>(A) (D) | 6.<br>Date<br>Exercisable and<br>Expiration Date<br>(Month/Day/Year)<br>Date Expira-<br>tion<br>Date | 7.<br>Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4)<br>-----<br>Amount<br>or<br>Number<br>of<br>Shares |
|--|---|--|---|---|---|--|--|
|--|---|--|---|---|---|--|--|

None.

Explanation of Responses:

- (1) See Attachment A
- (2) Securities beneficially owned by Mr. Perry and Perry Corp. consist of the following:
  - (a) 1,288,364 shares of Common Stock owned by Perry Partners, L.P.
  - (b) 3,399,227 shares of Common Stock owned by Perry Partners International, Inc.

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(c) 34,809 shares of Common Stock owned by Auda Classics, PLC.

(3) (a) The general partner of Perry Partners, L.P. is Perry Corp., of which Mr. Perry is the President and the sole shareholder. Perry Corp. and Mr. Perry may be deemed to have voting and dispositive power with respect to the shares held by Perry Partners, L.P. Mr. Perry disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein, if any, and this report shall not be deemed an admission that Mr. Perry is the beneficial owner of the shares for purposes of Section 16 of the Securities and Exchange Act of 1934 or for any other purpose.

(b) The investment manager of Perry Partners International, Inc. is Perry Corp., of which Mr. Perry is the President and the sole shareholder. Perry Corp. and Mr. Perry may be deemed to have voting and dispositive power with respect to the shares held by Perry Partners International, Inc. Mr. Perry disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein, if any, and this report shall not be deemed an admission that Mr. Perry is the beneficial owner of the shares for purposes of Section 16 of the Securities and Exchange Act of 1934 or for any other purpose.

(c) Perry Corp., of which Mr. Perry is the President and the sole shareholder, holds the power to vote and dispose of the shares held by Auda Classics, PLC pursuant to an investment contract with Auda Classics, PLC. Mr. Perry disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein, if any, and this report shall not be deemed an admission that Mr. Perry is the beneficial owner of the shares for purposes of Section 16 or for any other purpose.

/s/ Randall Borkenstein

March 14, 2003

-----  
Randall Borkenstein

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Date

Attorney-in-fact

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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## Joint Filer Information

Name: Perry Corp.

Address: c/o Perry Capital  
599 Lexington Avenue  
New York, NY 10022

Designated Filer: Richard C. Perry

Issuer & Ticker Symbol: Natus Medical, Inc. (Ticker: Baby)

Statement for Mo/Date/Year: March 13, 2003

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PERRY CORP.

By: /s/ Randall Borkestein

-----  
 Name: Randall Borkestein  
 Title: Managing Director and Chief  
           Financial Officer

Attorney-in-fact

Date: March 14, 2003

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ATTACHMENT A

Form 4

Name and Address: Richard C. Perry  
                   c/o Perry Capital  
                   599 Lexington Avenue  
                   New York, NY 10022

Issuer Name & Ticker Symbol: Natus Medical, Inc. (Ticker: Baby)  
 Statement for Month/Date/Year: March 13, 2003

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Table I -- Non-Derivative Securities Acquired, Disposed of,  
 or Beneficially Owned

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| 1.<br>Title of Security<br>(Instr. 3)        | 2.<br>Trans-<br>action<br>Date<br>(mm/dd/yy) | 2A.<br>Deemed<br>Execution<br>Date, if<br>any<br>(mm/dd/yy) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4.<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5.<br>Amou<br>Secu<br>Bene<br>Owe<br>Foll<br>Repo<br>Tran<br>(Ins<br>Ins |
|--|--|---|---|--|--|
|  |  |   | Code V                                  | Amount or (D) Price  |  |
| Common Stock, par value<br>\$0.001 per share | 03/13/03                                     | N/A   | P                                       | 22,800 A \$3.3358  | (2)  |
| Common Stock, par value<br>\$0.001 per share | 03/13/03                                     | N/A   | P                                       | 150 A \$3.3358   | (2)  |
| Common Stock, par value<br>\$0.001 per share | 03/13/03                                     | N/A   | P                                       | 250 A \$3.52   | (2)  |
| Common Stock, par value                      | 03/13/03                                     | N/A   | P                                       | 750 A \$3.52   | (2)  |

\$0.001 per share

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