

EMAGEON INC  
Form 4  
February 16, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Gehring Mark A

(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)  
02/10/2005

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)  
Chief Technology 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock					419,135	D	
Common Stock	02/10/2005		G <sup>(1)</sup>		35,000	D	② 384,135
Common Stock	02/10/2005		G <sup>(3)</sup>		5,000	D	② 379,135
Common Stock	02/10/2005		G <sup>(4)</sup>		15,000	D	② 364,135
Common Stock	02/10/2005		G <sup>(5)</sup>		15,000	D	② 349,135



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- (2) Reporting person disposed of these shares by gift for no consideration.

Gift to father who does not share reporting person's household. The reporting person disclaims beneficial ownership of the shares held by father, and this report should not be deemed an admission that the reporting person is the beneficial owner of his father's shares for purposes of Section 16 or for any other purpose.

- (4) Gift held in trust for benefit of son who shares reporting person's household. The reporting person disclaims beneficial ownership of the shares held by such trust, and this report should not be deemed an admission that the reporting person is the beneficial owner of the shares held in the trust for the benefit of his son for purposes of Section 16 or for any other purpose.

- (5) Gift held in trust for benefit of daughter who does not share reporting person's household. The reporting person disclaims beneficial ownership of the shares held by such trust, and this report should not be deemed an admission that the reporting person is the beneficial owner of the shares held in the trust for the benefit of his daughter for purposes of Section 16 or for any other purpose.

- (6) Reflects 1-for-8.25013 conversion to common stock which became effective on February 14, 2005 upon the close of Issuer's initial public offering of Its Common Stock.

- (7) These preferred shares were incorrectly reported in Table I in the Reporting Person's initial Form 3 filed on February 8, 2005.

- (8) None

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.