## Edgar Filing: PRYSTOWSKY ERIC N - Form 4

PRYSTOWS	SKY ERIC N											
Form 4												
March 26, 20	)08											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								т	OMB APPROVAL			
<b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b> Washington, D.C. 20549							OMB Number:	3235-0287				
Check thi	is box		vv as	anngton,	D.C. 203					January 31,		
if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF							Expires:	2005				
-	subject to Section 16. SECURITIES						Estimated	Estimated average burden hours per				
Form 4 o										response 0.5		
Form 5	Filed pur	suant to S	Section 1	6(a) of the	e Securiti	es Ez	kchang	ge Act of 1934,				
obligation may cont		a) of the	Public Ut	ility Hold	ling Com	pany	Act o	f 1935 or Sectio	on			
See Instru		30(h)	of the In	vestment	Company	y Act	of 194	40				
1(b).												
(Print or Type F	Responses)											
1 Name and A	ddress of Reporting	Person *	2.1	N	an: 1 a	г I <sup>.</sup>		5 Relationship o	f Reporting Pe	rson(s) to		
PRYSTOWSKY ERIC N Sym				Name and	Ticker or	radin	g	5. Relationship of Reporting Person(s) to Issuer				
			2	CARDIONET INC [BEAT]								
		<b>C</b> 111 \	(Check				ck all applicabl	all applicable)				
(Last)	(First) (N	Middle)		3. Date of Earliest Transaction (Month/Day/Year)				_X_ Director10% Owner				
958 LAURE	ELWOOD		03/25/20	-				Officer (give title Other (specify				
			03123120	512512000				below) below)				
(Street) 4. If Amer			endment, Date Original				6. Individual or Joint/Group Filing(Check					
			Filed(Mon	th/Day/Year)	)			Applicable Line)	0 0 1 1			
CADMEL	NI 46022							_X_ Form filed by Form filed by				
CARMEL, I	IIN 40032							Person		1 0		
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	ecuri	ties Aco	uired, Disposed o	of, or Beneficia	lly Owned		
1.Title of	2. Transaction Date	e 2A. Deer	med	3.	4. Securit	ies Ac	auired	5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year)	Executio	n Date, if	Transactio	n(A) or Dis		-	Securities	Form: Direct	Indirect		
(Instr. 3)		any		Code (D)		2 4 15		Beneficially	(D) or	Beneficial		
		(Month/Day/Year)		(Instr. 8)	(Instr. 3, 4 and 5)				Indirect (I) (Instr. 4)	Ownership (Instr. 4)		
						( )		Reported	(Instr. I)	(Insu: I)		
						(A) or		Transaction(s)				
				Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Common	03/25/2008			С	5,605	А	<u>(1)</u>	49,605	D			
Stock	0012012000			C	5,005	11	<u></u>	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	2			
C										See		
Common	03/25/2008			С	10,204	А	<u>(1)</u>	10,204	Ι	Footnotes		
Stock										(2)		

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

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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# 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. Transacti Code (Instr. 8)	TransactionDerivative Code Securities		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	
Series B Convertible Preferred Stock	<u>(1)</u>	03/25/2008		С	11,211	<u>(1)</u>	<u>(1)</u>	Common Stock	5,605	
Series B Convertible Preferred Stock	<u>(1)</u>	03/25/2008		С	20,408	<u>(1)</u>	<u>(1)</u>	Common Stock	10,204	

## **Reporting Owners**

Reporting Owner Name / Address				
Reporting O (mer runte / runtess	Director	10% Owner	Officer	Other
PRYSTOWSKY ERIC N 958 LAURELWOOD CARMEL, IN 46032	Х			
Signatures				
/s/ Doreen Roberts, Corporate	Secretary	, by power of	f	02/26/20

/s/ Doreen Roberts, Corporate Secretary, by power of attorney 03/26/2008 \*\*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) Each 2 shares of Series B Convertible Preferred Stock converted into 1 share of the Issuer's common stock upon the closing of the Issuer's initial public offering for no additional consideration and had no expiration date.

(2) By Raymond James and Associates, Inc. as Custodian f/b/o Eric N. Prystowsky

#### **Remarks:**

Exhibit 24.1 Power of Attorney

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.

## **Reporting Owners**

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