GORMAN KIRK E

Form 4 May 29, 2009

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

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**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

1(b). (Print or Type Responses)

1. Name and Address of Reporting Person \* GORMAN KIRK E

2. Issuer Name and Ticker or Trading Symbol

Issuer

5. Relationship of Reporting Person(s) to

CARDIONET INC [BEAT]

(Check all applicable)

(Last)

(City)

(First)

(Street)

(State)

(Middle)

(Zip)

3. Date of Earliest Transaction

X\_ Director Officer (give title

10% Owner Other (specify

(Month/Day/Year) 05/08/2009

227 WASHINGTON STREET, #300

(Month/Day/Year)

below)

6. Individual or Joint/Group Filing(Check Applicable Line)

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

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

CONSHOHOCKEN, PA 19428

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

Code V Amount

5. Amount of Securities Beneficially (D) or Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A) or

Transaction(s) (Instr. 3 and 4) (D) Price

Common 05/08/2009 Stock

4,527 A \$0 11,808 A

D

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

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SEC 1474 (9-02)

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

#### Edgar Filing: GORMAN KIRK E - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exerc Expiration Day/ (Month/Day/	ate	7. Title and Amount o Underlying Securities (Instr. 3 and 4)		8 D S (1
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 17.67	05/08/2009	A	11,036	<u>(1)</u>	05/08/2019	Common Stock	11,036	\$

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
reporting of their tame, required	Director	10% Owner	Officer Other			
GORMAN KIRK E 227 WASHINGTON STREET, #300 CONSHOHOCKEN, PA 19428	X					
Cianaturas						

## **Signatures**

/s/ Catherine A. Petko, by power of attorney

05/29/2009

\*\*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) Twenty-five percent (25%) of the shares subject to the option shall vest in four equal quarterly installments commencing on June 30, 2009.

The reporting person received an option pursuant to the CardioNet, Inc. 2008 Equity Incentive Plan (the "Plan") with respect to: 8,489 shares of CardioNet, Inc. (the "Company") common stock in lieu of payment to the reporting person of an annual retainer fee of \$50,000 for serving as a member of the Board of Directors; and 2,547 shares of the Company's common stock in lieu of payment to the reporting

(2) person of an annual retainer fee of \$15,000 for serving as the Chairperson of the Audit Committee of the Board of Directors. As provided in the Plan, each option covers a number of shares of the Company's common stock equal to 300% of the amount of the retainer divided by the closing price of the Company's common stock on May 8, 2009 (the grant date), at an exercise price per share equal to the closing price of the Company's common stock on the grant date.

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.

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