Edgar Filing: ALLSCRIPTS HEALTHCARE SOLUTIONS, INC. - Form 4

ALLSCRIPTS HEALTHCARE SOLUTIONS, INC.

Form 4

August 26, 2010

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * **GOMEZ JOHN**

(Last) (First) (Middle)

222 MERCHANDISE MART PLAZA, SUITE 2024

(Street)

(State)

08/24/2010

CHICAGO, IL 60654

(City)

Common

Stock

2. Issuer Name and Ticker or Trading

Symbol

ALLSCRIPTS HEALTHCARE SOLUTIONS, INC. [MDRX]

3. Date of Earliest Transaction (Month/Day/Year) 08/24/2010

4. If Amendment, Date Original

A

Filed(Month/Day/Year)

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

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Estimated average burden hours per

response...

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner X_ Officer (give title Other (specify

below)

Pre, Product Strategy & Dev

6. Individual or Joint/Group Filing(Check

Applicable Line)

X 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 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Zip)

(Month/Day/Year)

Code (D) (Instr. 3, 4 and 5) (Instr. 8)

76,500

Transaction(A) or Disposed of

4. Securities Acquired 5. Amount of Securities Beneficially Owned Following Reported

Form: Direct Indirect (D) or Indirect (I) (Instr. 4)

D

6. Ownership 7. Nature of Beneficial Ownership (Instr. 4)

(A) Transaction(s) (Instr. 3 and 4)

76,500

Code V (D) Price Amount

<u>(1)</u>

or

Α

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)

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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. Transactic Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo Nun Shar
Option to buy	\$ 11.05	08/24/2010		A	36,000	08/24/2010	08/11/2013	Common Stock	36
Option to buy	\$ 9.96	08/24/2010		A	60,000	08/24/2010	10/22/2013	Common Stock	60
Option to buy	\$ 11.13	08/24/2010		A	144,000	08/24/2010	02/04/2014	Common Stock	144
Option to buy	\$ 16.42	08/24/2010		A	168,000	08/24/2010	12/01/2014	Common Stock	168
Option to buy	\$ 18.39	08/24/2010		A	42,000	<u>(6)</u>	03/04/2015	Common Stock	42
Option to buy	\$ 6.64	08/24/2010		A	126,000	(8)	02/27/2016	Common Stock	120
Performance Stock Units	\$ 0	08/24/2010		A	60,000 (11)	(10)	03/15/2013	Common stock	60

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Pre, Product Strategy & Dev

GOMEZ JOHN

222 MERCHANDISE MART PLAZA

SUITE 2024

CHICAGO, IL 60654

Signatures

/s/ Kathie Kittner by power of attorney for John
Gomez

08/26/2010

**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).

Received pursuant to the Agreement and Plan of Merger, dated as of June 9, 2010, among Allscripts-Misys Healthcare Solutions, Inc.

(which has changed its name to Allscripts Healthcare Solutions, Inc.) ("Allscripts"), Arsenal Merger Corp. and Eclipsys Corporation (the "Merger Agreement") in exchange for 63,750 shares held directly. On the effective date of the merger, the closing price of Allscripts Healthcare Solutions, Inc. common stock was \$17.47 per share.

Reporting Owners 2

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- (2) Received pursuant to the Merger Agreement in exchange for a stock option to acquire 30,000 shares of Eclipsys Corporation common stock for \$13.26 per share.
- (3) Received pursuant to the Merger Agreement in exchange for a stock option to acquire 50,000 shares of Eclipsys Corporation common stock for \$11.95 per share.
- (4) Received pursuant to the Merger Agreement in exchange for a stock option to acquire 120,000 shares of Eclipsys Corporation common stock for \$13.35 per share.
- (5) Received pursuant to the Merger Agreement in exchange for a stock option to acquire 140,000 shares of Eclipsys Corporation common stock for \$19.70 per share.
- The option may be exercised only to the extent vested. The option is vested with respect to 60.4167% of the underlying shares, and vests with respect to the remaining 39.5833% in 19 equal monthly installments over the nineteen-month period ending March 4, 2012.
- (7) Received pursuant to the Merger Agreement in exchange for a stock option to acquire 35,000 shares of Eclipsys Corporation common stock for \$22.07 per share.
- (8) The option may be exercised only to the extent vested. The option is vested with respect to 35.4167% of the underlying shares, and vests with respect to the remaining 64.5833% in 31 equal monthly installments over the thirty-one-month period ending February 27, 2013.
- (9) Received pursuant to the Merger Agreement in exchange for a stock option to acquire 105,000 shares of Eclipsys Corporation common stock for \$7.97 per share.
- Each Performance Stock Unit ("PSU") represents a contingent right to receive a number of shares of Allscripts common stock ranging from zero to 2.7, depending upon Eclipsys' total shareholder return ("TSR") compared to the TSRs of a group of pre-selected companies in the healthcare technology and software industries over a performance period commencing on March 15, 2010 ending on August 24, 2010, the effective date of the merger.
- (11) Assumes Eclipsys' TSR was at the 50th percentile of the comparison group. Actual payout for PSUs can range from 0% to 270% of the amount shown depending upon relative TSRs for the performance period.
- (12) Received pursuant to the Merger Agreement in exchange for an identical number of performance share units payable in Eclipsys Corporation common stock.

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.