ATHENAHEALTH INC

Form 4 June 03, 2008

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

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)

(Last)

(City)

1. Name and Address of Reporting Person * Park Todd Y.

(Middle)

(Zin)

Symbol

ATHENAHEALTH INC [ATHN]

2. Issuer Name and Ticker or Trading

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

06/02/2008

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

10% Owner

Other (specify

OMB APPROVAL

3235-0287

January 31,

2005

0.5

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Number:

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response...

Estimated average

burden hours per

C/O ATHENAHEALTH, INC., 311 ARSENAL STREET

(State)

(First)

(Street)

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

below) 6. Individual or Joint/Group Filing(Check

Applicable Line)

_X__ Director

Officer (give title

X Form filed by One Reporting Person Form filed by More than One Reporting

WATERTOWN, MA 02472

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	ities Acqu	uired, Disposed of	f, or Beneficial	ly 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)	(Instr. 3,	ispose 4 and (A) or	d of (D) 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 Indirect Beneficial Ownership (Instr. 4)
Common	06/02/2008		Code V S	Amount 100 (1)	` ′	Price \$	936,050	D	
Stock	00/02/2000		5	100 🔀	ט	30.19	750,050	D	
Common Stock	06/02/2008		S	100 (1)	D	\$ 30.2	935,950	D	
Common Stock	06/02/2008		S	100 (1)	D	\$ 30.01	935,850	D	
Common Stock	06/02/2008		S	100 (1)	D	\$ 30.14	935,750	D	
Common Stock	06/02/2008		S	100 (1)	D	\$ 30.27	935,650	D	

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Common Stock	06/02/2008	S	150 <u>(1)</u> D	\$ 30.39	935,500	D
Common Stock	06/02/2008	S	100 <u>(1)</u> D	\$ 30.24	935,400	D
Common Stock	06/02/2008	S	100 <u>(1)</u> D	\$ 30.5	935,300	D
Common Stock	06/02/2008	S	100 <u>(1)</u> D	\$ 30.07	935,200	D
Common Stock	06/02/2008	S	100 <u>(1)</u> D	\$ 30.08	935,100	D
Common Stock	06/02/2008	S	100 <u>(1)</u> D	\$ 30.16	935,000	D
Common Stock	06/02/2008	S	100 <u>(1)</u> D	\$ 30.28	934,900	D

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.

SEC 1474 (9-02)

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

1. 1	me or	۷.	3. Transaction Date	3A. Deemed	4.	Э.	o. Date Exer	cisable and	/. III.	ie and	8. Price of	9. Nu
Der	ivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration D	ate	Amou	unt of	Derivative	Deriv
Seci	ırity	or Exercise		any	Code	of	(Month/Day/	(Year)	Unde	rlying	Security	Secui
(Ins	tr. 3)	Price of		(Month/Day/Year)	(Instr. 8)) Derivativ	re		Secur	rities	(Instr. 5)	Bene
		Derivative				Securities	S		(Instr	. 3 and 4)		Own
		Security				Acquired						Follo
						(A) or						Repo
						Disposed						Trans
						of (D)						(Instr
						(Instr. 3,						
						4, and 5)						
										Amount		
							Date	Expiration	Title	or Number		
						Exercisable	Exercisable Date	of				
					Codo I	I (A) (D)						
					Code v	I (A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
Park Todd Y.	X							
C/O ATHENAHEALTH, INC.								
311 ARSENAL STREET								

Reporting Owners 2

WATERTOWN, MA 02472

Signatures

/s/ Christopher E. Nolin Attorney-in-Fact

06/03/2008

**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) The sales reported on this Form 4 were made pursuant to a written trading plan adopted by the Reporting Person on January 7, 2008 in accordance with SEC Rule 10b5-1.

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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