

ATHENAHEALTH INC
Form 3
September 25, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Armbrester Bradford Kyle | | (Month/Day/Year) | ATHENAHEALTH INC [ATHN] | |
| (Last) | (First) | (Middle) | 09/16/2015 | |
| C/O ATHENAHEALTH, INC., Â 311 ARSENAL STREET | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| WATERTOWN, Â MA Â 02472 | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| | | | SVP, Chief Product Officer | |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|------------------------------------|--|---|--|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|

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

SEC 1473 (7-02)

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

| | | | | | |
|---|---|--|--|--|--|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

(Instr. 5)

| | | | | | | | |
|-----------------------|--------------|------------|--------------|-------|---------------|---|---|
| Restricted Stock Unit | Â <u>(1)</u> | 02/01/2016 | Common Stock | 2,500 | \$ <u>(2)</u> | D | Â |
| Restricted Stock Unit | Â <u>(3)</u> | 03/01/2017 | Common Stock | 529 | \$ <u>(2)</u> | D | Â |
| Restricted Stock Unit | Â <u>(4)</u> | 08/01/2017 | Common Stock | 2,500 | \$ <u>(2)</u> | D | Â |
| Restricted Stock Unit | Â <u>(5)</u> | 03/01/2018 | Common Stock | 743 | \$ <u>(2)</u> | D | Â |
| Restricted Stock Unit | Â <u>(6)</u> | 03/01/2019 | Common Stock | 2,056 | \$ <u>(2)</u> | D | Â |
| Restricted Stock Unit | Â <u>(7)</u> | 03/01/2019 | Common Stock | 4,000 | \$ <u>(2)</u> | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Armbrester Bradford Kyle C/O ATHENAHEALTH, INC. 311 ARSENAL STREET WATERTOWN, MA 02472 | Â | Â | Â SVP, Chief Product Officer | Â |

Signatures

/s/ Lan Marinelli
Attorney-in-Fact

09/25/2015

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) On February 1, 2012, the Reporting Person was granted 10,000 restricted stock units. The restricted stock units vest in four equal annual installments beginning on February 1, 2013.
- (2) Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.
- (3) On March 1, 2013, the Reporting Person was granted 1,059 restricted stock units. The restricted stock units vest in four equal annual installments beginning on March 1, 2014.
- (4) On November 1, 2013, the Reporting Person was granted 5,000 restricted stock units. The restricted stock units vest in four equal annual installments beginning on August 1, 2014.
- (5) On March 3, 2014, the Reporting Person was granted 991 restricted stock units. The restricted stock units vest in four equal annual installments beginning on March 1, 2015.
- (6) On March 2, 2015, the Reporting Person was granted 2,056 restricted stock units. The restricted stock units vest in four equal annual installments beginning on March 1, 2016.
- (7) On March 2, 2015, the Reporting Person was granted 4,000 restricted stock units. The restricted stock units vest in four equal annual installments beginning on March 1, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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