

PICCOLO C A
Form 4
April 05, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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)

1. Name and Address of Reporting Person *
PICCOLO C A

(Last) (First) (Middle)

C/O NOVAMED, INC., 333 W.
WACKER DR., STE 1010

(Street)

CHICAGO, IL 60606

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NOVAMED INC [NOVA]

3. Date of Earliest Transaction
(Month/Day/Year)
04/01/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 04/01/2010 | | M ⁽⁹⁾ | | 100,000 | A | \$ 2 146,398 |
| Common Stock | 04/01/2010 | | M ⁽¹⁰⁾ | | 75,000 | A | \$ 1.15 221,398 |
| Common Stock | 04/01/2010 | | M ⁽¹¹⁾ | | 5,417 | A | \$ 2.75 226,815 ⁽⁷⁾ |

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

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SEC 1474
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number.

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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 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 of Number of Shares |
| Stock Option (right to buy) | \$ 2 | 04/01/2010 | | M ⁽⁹⁾ | | 100,000 | | <u>(1)</u> | 11/10/2010 | Common Stock | 100,000 |
| Stock Option (right to buy) | \$ 1.15 | 04/01/2010 | | M ⁽¹⁰⁾ | | 75,000 | | <u>(2)</u> | 11/20/2011 | Common Stock | 75,000 |
| Stock Option (right to buy) | \$ 4.45 | | | | | | | <u>(3)</u> | 03/16/2014 | Common Stock | 25,000 |
| Stock Option (right to buy) | \$ 5.96 | | | | | | | <u>(4)</u> | 06/16/2015 | Common Stock | 15,000 |
| Stock Option (right to buy) | \$ 6.87 | | | | | | | <u>(5)</u> | 06/20/2016 | Common Stock | 15,000 |
| Stock Option (right to buy) | \$ 7.35 | | | | | | | <u>(6)</u> | 02/21/2017 | Common Stock | 12,000 |
| Stock Option (right to buy) | \$ 2.75 | 04/01/2010 | | M ⁽¹¹⁾ | | 5,417 | | <u>(8)</u> | 02/18/2019 | Common Stock | 20,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

2

Director 10% Owner Officer Other

PICCOLO C A
C/O NOVAMED, INC.
333 W. WACKER DR., STE 1010
CHICAGO, IL 60606

X

Signatures

/s/ John Lawrence, Attorney
in Fact

04/05/2010

__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).
- (1) Subject to certain restrictions, 12,500 of these options vested on 5/10/01, with the remainder vesting 2,083 per month starting on 6/10/01.
- (2) Subject to certain restrictions, 9,375 of these options vested on 5/20/02, with the remainder vesting 1,562 per month starting on 6/20/02.
- (3) Subject to certain restrictions, 3,125 of these options vested on 9/16/04, with the remainder vesting 520 per month starting on 10/16/04.
- (4) Subject to certain restrictions, 1,875 of these options vested on 12/17/05, with the remainder vesting 312 per month starting on 1/17/06.
- (5) Subject to certain restrictions, 1,875 of these options vested on 12/20/06 with the remainder vesting 312 per month starting on 1/20/07.
- (6) Subject to certain restrictions, 1,500 of these options vested on 8/21/07 with the remainder vesting 250 per month starting 9/21/07.
- (7) Includes 22,898 restricted shares of common stock.
- (8) Subject to certain restrictions, 2,500 of these options vested on 8/18/09 with the remainder vesting approximately 417 per month starting on 9/18/09.
- (9) Represents exercise of stock option by acquiring underlying common stock in the amount of 100,000 shares on 4/1/2010.
- (10) Represents exercise of stock option by acquiring underlying common stock in the amount of 75,000 shares on 4/1/2010.
- (11) Represents exercise of stock option by acquiring underlying common stock in the amount of 5,417 shares on 4/1/2010.

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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