## Edgar Filing: ATHENAHEALTH INC - Form 4

ATHENAE Form 4	IEALTH INC									
June 04, 20	08									
FORM	14 INITED ST	ATES SECU	DITIES	A NID EV		NCEC	OMMISSION		PROVAL	
	UNITEDSI		ashington			INGE CO	JIVIIVIISSIUN	OMB Number:	3235-0287	
Check t if no lor	nger		U					Expires:	January 31, 2005	
subject	to SIAIENE	AL OWN	ERSHIP OF	Estimated a	verage					
Section Form 4			SECU	RITIES			burden hour response	s per 0.5		
Form 5 obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section										
may con See Inst	ntinue. Section 17(a) C	30(h) of the I	•	•	-	•				
1(b).	iuction			1	•					
(Print or Type	Responses)									
1. Name and	Address of Reporting Pers	son <u>*</u> 2. Issu	er Name <b>an</b>	d Ticker of	r Tradi	ing	5. Relationship of l	Reporting Pers	on(s) to	
Bush Jonat	han	Symbol	NIA LIE A I				Issuer			
(Last)	(First) (Midd		NAHEAI of Earliest 7		-	HNJ	(Check	all applicable	)	
(Last)	(Thist) (Wildo		Day/Year)	Tansaction			_X_ Director		Owner	
C/O ATHE ARSENAI	ENAHEALTH, INC., STREET	311 06/02/2	2008			:	X Officer (give t below)	below)	r (specify	
I MOLIVI		4 16 4			1			and President	(0) 1	
(Street) 4. If Amendment, Date Original 6. Individual or Joint/Gradiente Street   Filed(Month/Day/Year) Applicable Line)										
WATERT	OWN, MA 02472						_X_ Form filed by O Form filed by Mo Person			
(City)	(State) (Zip	<sup>))</sup> Tal	ble I - Non-	Derivative	Secu		ired, Disposed of,	or Beneficiall	v Owned	
1.Title of	2. Transaction Date 2A		3.			equired (A)	5. Amount of	6.	7. Nature of	
Security (Instr. 3)	(Month/Day/Year) Exe any	ecution Date, if	Transactio Code	otor Dispos (Instr. 3, 4			Securities Beneficially	Ownership Form:	Indirect Beneficial	
(110410)		onth/Day/Year)			, and ,	- )	Owned Following	Direct (D) Owners		
							Reported	or Indirect (I)	(11150.4)	
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)		
Common Stock	06/02/2008		S	600	D	\$ 30.42	5 694,961	D		
Common Stock	06/02/2008		S	300	D	\$ 30.42	694,661	D		
Common Stock	06/02/2008		S	100	D	\$ 30.4175	694,561	D		
Common Stock	06/02/2008		S	400	D	\$ 30.41	694,161	D		
Common Stock	06/02/2008		S	1,100	D	\$ 30.4079	693,061	D		

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Common Stock	06/02/2008	S	1,600	D	\$ 30.405	691,461	D
Common Stock	06/02/2008	S	191	D	\$ 30.4	691,270	D
Common Stock	06/02/2008	S	2,150	D	\$ 30.39	689,120	D
Common Stock	06/02/2008	S	309	D	\$ 30.38	688,811	D
Common Stock	06/02/2008	S	1,500	D	\$ 30.37	687,311	D
Common Stock	06/02/2008	S	1,100	D	\$ 30.3693	686,211	D
Common Stock	06/02/2008	S	600	D	\$ 30.36	685,611	D
Common Stock	06/02/2008	S	641	D	\$ 30.35	684,970	D
Common Stock	06/02/2008	S	209	D	\$ 30.34	684,761	D
Common Stock	06/02/2008	S	200	D	\$ 30.33	684,561	D
Common Stock	06/02/2008	S	400	D	\$ 30.32	684,161	D
Common Stock	06/02/2008	S	100	D	\$ 30.315	684,061	D
Common Stock	06/02/2008	S	200	D	\$ 30.31	683,861	D
Common Stock	06/02/2008	S	1,300	D	\$ 30.3	682,561	D
Common Stock	06/02/2008	S	100	D	\$ 30.295	682,461	D
Common Stock	06/02/2008	S	500	D	\$ 30.29	681,961	D
Common Stock	06/02/2008	S	200	D	\$ 30.28	681,761	D
Common Stock	06/02/2008	S	200	D	\$ 30.27	681,561	D
Common Stock	06/02/2008	S	1,332	D	\$ 30.26	680,229	D
Common Stock	06/02/2008	S	1,200	D	\$ 30.2575	679,029	D
	06/02/2008	S	11,790	D	\$ 30.25	667,239	D

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Common Stock								
Common Stock	06/02/2008	S	300	D	\$ 30.24	666,939	D	
Common Stock	06/02/2008	S	200	D	\$ 30.23	666,739	D	
Common Stock						248,620	Ι	See Footnote $(1)$
Common Stock						13,995	Ι	See Footnote $(2)$

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. 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. Transactio Code (Instr. 8)	5. Number of orDerivative 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 or Number of Shares
Stock Option (Right to Buy)	\$ 0.62	06/02/2008		М	32,500	03/18/2001	03/18/2011	Common Stock	32,500
Stock Option (Right to Buy)	\$ 0.62	06/02/2008		М	57,573	08/01/2003	08/01/2013	Common Stock	57,573
Stock Option (Right to Buy)	\$ 0.62	06/02/2008		М	3,783	08/01/2003	08/01/2013	Common Stock	3,783

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Reporting o when I tune / I ture os	Director	10% Owner	Officer	Other			
Bush Jonathan C/O ATHENAHEALTH, INC. 311 ARSENAL STREET WATERTOWN, MA 02472	Х		CEO and President				
Signatures							
/s/ Christopher E. Nolin Attorney-in-Fact		06/04/2	2008				
**Signature of Reporting Person							

# **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).
- These shares are owned by The Bush 2004 Gift Trust, the beneficiaries of which are certain of Mr. Bush's children. The reporting person(1) disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

These shares are owned by The Jonathan J. Bush, Jr. 2007 Grantor Retained Annuity Trust, the beneficiaries of which are Mr. Bush and(2) certain of his children. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

#### **Remarks:**

Filing 2 of 3 for trade date June 2, 2008.

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.