

KIRK SCOTT H MD

Form 4

November 30, 2009

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
KIRK SCOTT H MD

(Last) (First) (Middle)

C/O KIRK EYE CENTER, 7427
LAKE STREET

(Street)

RIVER FOREST, IL 60305

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
11/25/2009

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock				(A) or (D)	Price		
			Code	V	Amount		
						120,197 ⁽⁸⁾	D
Common Stock	11/25/2009		S		12,600	D	\$ 4.1408 ⁽¹⁰⁾
						477,141	I
Common Stock	11/27/2009		S		15,000	D	\$ 4.1701 ⁽¹¹⁾
						462,141	I
Common Stock	11/25/2009		S		12,600	D	\$ 4.1408 ⁽¹⁰⁾
						682,760	I
							See Footnote 1 ⁽¹⁾
							See Footnote 1 ⁽¹⁾
							See Footnote 2 ⁽²⁾

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Common Stock	11/27/2009	S	5,100	D	\$ 4.1701 (11)	677,660	I	See Footnote 2 (2)
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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. 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)		8. Pri Deriv Secur (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 0.83					<u>(3)</u>	05/23/2012	Common Stock	100,000	
Stock Option (right to buy)	\$ 4.45					<u>(4)</u>	03/16/2014	Common Stock	25,000	
Stock Option (right to buy)	\$ 5.96					<u>(5)</u>	06/16/2015	Common Stock	15,000	
Stock Option (right to buy)	\$ 6.87					<u>(6)</u>	06/20/2016	Common Stock	15,000	
Stock Option (right to buy)	\$ 7.35					<u>(7)</u>	02/21/2017	Common Stock	12,000	
Stock Option	\$ 2.75					<u>(9)</u>	02/18/2019	Common Stock	20,000	

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KIRK SCOTT H MD C/O KIRK EYE CENTER 7427 LAKE STREET RIVER FOREST, IL 60305	X			

/s/ John W. Lawrence, Jr. by Power of Attorney 11/30/2009

Date _____

* 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) Represents shares of common stock held by Kirk Eye Center, S.C., of which Dr. Kirk is a shareholder. Dr. Kirk disclaims beneficial ownership of these shares, except to the extent of his proportionate pecuniary interest therein.

(2) Represents shares of common stock held by Scott Kirk Family LLC. Dr. Kirk is the manager and a member of the LLC. Dr. Kirk disclaims beneficial ownership of these shares, except to the extent of his proportionate pecuniary interest therein.

(3) Subject to certain restrictions, 12,500 of these options vested on 11/23/02 with the remainder vesting 2,083 per month starting on 12/23/02.

(4) 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.

(5) 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.

(6) 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.

(7) 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.

(8) Includes 9,375 restricted shares of common stock.

(9) 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.

(10) These shares were sold in multiple transactions ranging from 4.14 to 4.19, inclusive. The reporting person undertakes to provide to NovaMed, Inc., and security holder of NovaMed, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price in the foregoing range.

(11) These shares were sold in multiple transactions ranging from 4.08 to 4.29, inclusive. The reporting person undertakes to provide to NovaMed, Inc., and security holder of NovaMed, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price in the foregoing range.