

DATATRAK INTERNATIONAL INC

Form 4

May 16, 2006

**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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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
GREEN JEFFREY A

2. Issuer Name **and** Ticker or Trading  
Symbol  
DATATRAK INTERNATIONAL  
INC [DATA]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
6150 PARKLAND BLVD., SUITE  
100

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/15/2006

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
President and CEO

(Street)  
MAYFIELD HTS., OH 44124

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**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)
			Code	V	Amount (A) or (D)	Price	
Common Shares, without par value	05/15/2006		P		2,400	A \$ 7.73	279,732 D
Common Shares, without par value	05/15/2006		P		100	A \$ 7.74	279,832 D
Common Shares, without par	05/15/2006		P		2,500	A \$ 7.8	282,332 D

value

Common  
Shares,  
without par  
value <sup>(1)</sup>

110,953

I

By Wife

Common  
Shares,  
without par  
value <sup>(1)</sup>

1,450

I

By Son

Common  
Shares,  
without par  
value <sup>(1)</sup>

1,500

I

By  
DaughterCommon  
Shares,  
without par  
value <sup>(1)</sup>

1,500

I

By  
Daughter

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. D S (I
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (right to buy) <sup>(2)</sup>	\$ 7.17					04/20/1999	01/02/2007	Common Shares	37,500	
Employee Stock Option	\$ 2.42					12/09/2003	12/09/2009	Common Shares	135,000	

(right to  
buy) (2)

Employee  
Stock

Option \$ 1.85

06/04/2006 06/04/2012

Common  
Shares 33,750

(right to  
buy) (2)

Employee  
Stock

Option \$ 4.05

12/23/2005 12/23/2013

Common  
Shares 1,500

(right to  
buy) (2)

Employee  
Stock

Option \$ 4.05

12/23/2007 12/23/2013

Common  
Shares 15,000

(right to  
buy) (2)

Employee  
Stock

Option \$ 7.35

12/28/2008 12/28/2014

Common  
Shares 18,000

(right to  
buy) (2)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GREEN JEFFREY A 6150 PARKLAND BLVD. SUITE 100 MAYFIELD HTS., OH 44124	X		President and CEO	

## Signatures

/s/ Jeffrey A.  
Green 05/16/2006

                    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 reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is a beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- (2) Options were granted under the Company's Amended and Restated 1996 Key Employees and Consultants Stock Option Plan in reliance upon the exemption provided by Rule 16b-3.

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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