

Soifer Scott  
Form 4  
September 20, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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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 \*  
Soifer Scott

2. Issuer Name and Ticker or Trading Symbol  
INTEGRAMED AMERICA INC  
[INMD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
09/20/2012

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
Exec VP Operations & Admin.

INTEGRAMED AMERICA, INC., TWO MANHATTANVILLE ROAD

(Street)

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

PURCHASE, NY 10577

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	09/20/2012		X		1,911	A	\$ 11.2 39,688
Common Stock	09/20/2012		X		11,200	A	\$ 8.06 50,888
Common Stock	09/20/2012		X		11,000	A	\$ 7.95 61,888
Common Stock	09/20/2012		X		10,314	A	\$ 8.1 72,202
	09/20/2012		M		7,716	A	Ⓛ 79,918

Common  
Stock

Common Stock 09/20/2012 D 79,918 D \$ 14.05 0 D

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

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**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 Security (Instr. 3 and 4)	Amount or Number of Shares
Stock Option	\$ 11.2	09/20/2012		X	1,911	01/02/2009 01/02/2018	Common Stock	1,911
Stock Option	\$ 8.06	09/20/2012		X	11,200	07/23/2009 07/23/2018	Common Stock	11,200
Stock Option	\$ 7.95	09/20/2012		X	11,000	01/04/2011 <sup>(2)</sup> 01/04/2020	Common Stock	11,000
Stock Option	\$ 8.1	09/20/2012		X	10,314	09/20/2012 01/03/2022	Common Stock	10,314
Restricted Stock Award	<u>(1)</u>	09/20/2012		M	7,716	09/20/2012 09/20/2012	Common Stock	7,716

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Soifer Scott INTEGRAMED AMERICA, INC. TWO MANHATTANVILLE ROAD PURCHASE, NY 10577			Exec VP Operations & Admin.	

## Signatures

/s/ Scott Soifer

09/20/2012

\*\*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) Each Restricted Stock Award represented a contingent right to receive one share of IntegraMed America, Inc. Common Stock.
  - (2) Based on a merger of the Company, vesting for shares was accelerated.

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.