

EMAGEON INC
Form 4
February 16, 2005

FORM 4

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

OMB APPROVAL

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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 *
Horgen Chris H

(Last) (First) (Middle)
207 EAST SIDE SQUARE
(Street)
HUNTSVILLE, AL 35801
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EMAGEON INC [EMAG]

3. Date of Earliest Transaction (Month/Day/Year)
02/14/2005

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)
Common Stock	02/14/2005		C	V	Amount 17,011 (A) or (D) Price 17,011	D	
Common Stock	02/14/2005		C	V	Amount 3,062,149 (A) or (D) Price 3,062,149	I	See Footnote (2)

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

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SEC 1474 (9-02)

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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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount of Number of Shares
Preferred Stock Series B	(1)	02/14/2005		C	105,263	(3) (3)	Common Stock 17,01
Preferred Stock Series B	(1)	02/14/2005		C	9,649,123	(3) (3)	Common Stock 1,559,4
Preferred Stock Series C	(1)	02/14/2005		C	11,695,906	(3) (3)	Common Stock 1,417,6
Preferred Stock Series E	(1)	02/14/2005		C	701,756	(3) (3)	Common Stock 85,05

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Horgen Chris H 207 EAST SIDE SQUARE HUNTSVILLE, AL 35801		X		

Signatures

/s/ Chris H.
Horgen
02/16/2005

**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) Upon the closing of the Issuer's public offering, the Preferred Stock Series B converted on a 0.1616:1 basis, the Preferred Stock Series C converted on a 0.1212:1 basis, and the Preferred Stock Series E converted on a 0.1212:1 basis.
- (2) Common Stock: STF Partners II, LP ("STFP") beneficially owns 696,073 shares; STF Partners QP II, LP ("STFQP") beneficially owns 343,382 shares; STF Institutional Partners II, LP ("STFIP") beneficially owns 1,876,880 shares; and Southeastern Technology Fund, LP beneficially owns 145,814 shares.
- (3) These shares were immediately exercisable. They had no expiration date

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- (4) Series B Convertible Preferred Stock: SETF beneficially owns 877,193 shares; STFIP beneficially owns 5,645,390 shares; STFIP beneficially owns 2,093,694 shares; and STFQP beneficially owns 1,032,846 shares.
- (5) Series C Preferred Stock: STFIP beneficially owns 7,527,186 shares; STFIP beneficially owns 2,791,592 shares; and STFQP beneficially owns 1,377,128 shares.
- (6) Series E Preferred Stock: SETF beneficially owns 33,404 shares; STFIP beneficially owns 430,134 shares; STFP beneficially owns 159,523 shares; and STFQP beneficially owns 78,695 shares.

Mr. Horgen is a Senior Managing Partner of SETF, STFIP, STFP, and STFQP. Mr. Horgen owns an equity interest in SETF (6.5% owned through Horgen One Investments, LLC), STFIP (2.7775%), and STFIP (2.9305% owned through Horgen Two Investments, LLC).

- (7) Southeastern Capital Company, LLC ("SCC") is the general partner of SETF, and owns a 1% equity and voting interest in SETF. Mr. Horgen owns a 70% equity and voting interest in SCC. Southeastern Capital Company II, LLC ("SCCII") is the general partner of STFIP, STFIP and STFQP, and SCCII owns a 0.9900% equity and voting interest in each of STFIP, STFIP and STFQP. Mr. Horgen owns a 38.5699% equity and voting interest in SCCII.

- (8) Mr. Horgen is the Senior Managing Partner of Southeastern Management Company, LLC ("SMC"), which provides investment advisory and administrative services to SETF, STFIP, STFP, STFQP, SCC, and SCCII. Mr. Horgen owns an equity and voting interest in SMC equal to 38.5699%.

- (9) As the Senior Managing Partner and a member of the funds described above, Mr. Horgen may be deemed to hold voting and investment power for the shares held by such funds. Mr. Horgen disclaims beneficial ownership of all such shares held by the foregoing funds, except to the extent of his proportionate pecuniary interests therein.

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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