

DIGIRAD CORP
Form 4
February 03, 2017

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 *
Shirley Martin B

(Last) (First) (Middle)
1048 INDUSTRIAL COURT
(Street)

SUWANEE, GA 30024

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
DIGIRAD CORP [DRAD]

3. Date of Earliest Transaction
(Month/Day/Year)
02/01/2017

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)
President - DIS

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)
			Code	V Amount (A) or (D) Price			
Common Stock	02/01/2017		M	4,155 A (1) (2)	11,546	D	
Common Stock (3)	02/01/2017		F	1,357 D \$ 4.95	10,189	D	
Common Stock	02/01/2017		M	2,239 A (1) (2)	12,428	D	
Common Stock (3)	02/01/2017		F	731 D \$ 4.95	11,697	D	

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

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(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. Pr Deriv Secur (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	<u>(1)</u> <u>(2)</u>	02/01/2017		M	4,155	<u>(4)</u>	<u>(4)</u>	Common Stock	4,155
Restricted Stock Unit	<u>(1)</u> <u>(2)</u>	02/01/2017		M	2,239	<u>(5)</u>	<u>(5)</u>	Common Stock	2,239

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Shirley Martin B 1048 INDUSTRIAL COURT SUWANEE, GA 30024			President - DIS	

Signatures

/s/ Jeffrey R. Keyes, as
Attorney-in-fact

02/03/2017

__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 Unit represents the right to receive, at settlement, one share of common stock.
- (2) This transaction represents the settlement of Restricted Stock Units in shares of common stock on their scheduled vesting date.
- (3) Shares withheld by Registrant to satisfy the minimum statutory tax withholding requirements on vesting of Restricted Stock Units. No shares were sold.
- (4) On February 1, 2015 the reporting person was granted 16,620 Restricted Stock Units. As to this grant, 25% of the Restricted Stock Units fully vested on February 1, 2016, 25% of the Restricted Stock Units fully vested on February 1, 2017 and the remaining Restricted Stock

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Units vest as to 25% of the units on each of February 1, 2018 and February 1, 2019, with vesting of 50% of each such Restricted Stock Unit tranche subject to the satisfaction of certain performance criteria to be determined and approved by the Compensation Committee with respect to each such period.

- (5) On February 1, 2016 the reporting person was granted 8,958 Restricted Stock Units. As to this grant, 25% of the Restricted Stock Units fully vested on February 1, 2017 and the remaining Restricted Stock Units vest as to 25% of the units on each of February 1, 2018, February 1, 2019 and February 1, 2020, with vesting of 50% of each such Restricted Stock Unit tranche subject to the satisfaction of certain performance criteria to be determined and approved by the Compensation Committee with respect to each such period.

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.