### Edgar Filing: TRAVERSO KENNETH M - Form 4/A

#### TRAVERSO KENNETH M

Form 4/A

November 13, 2012

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

Symbol

**OMB APPROVAL** 

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

5. Relationship of Reporting Person(s) to

Issuer

response... 0.5

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 4 or

Form 5 obligations may continue. See Instruction

1. Name and Address of Reporting Person \*

TRAVERSO KENNETH M

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

		NATUS	NATUS MEDICAL INC [BABY]				(Check all applicable)		
	S MEDICAL RATED, 1501	(Month/I	3. Date of Earliest Transaction (Month/Day/Year) 11/09/2012				Director 10% Owner X Officer (give title Other (specify below) VP Marketing and Sales		
	(Street)	Filed(Mo 11/13/2	4. If Amendment, Date Original Filed(Month/Day/Year) 11/13/2012				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	Transaction(A) or Disposed of (D) Code (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, \$0.001 par value per share	11/09/2012	11/09/2012	M	26,042 (1)	A	\$ 3.45	124,045	D	
Common Stock, \$0.001 par value per share	11/09/2012	11/09/2012	M	23,843 ( <u>2)</u>	A	\$ 3.5	150,087	D	
	11/09/2012	11/09/2012	S	49,885	D		99,003	D	

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Common Stock, \$0.001 par value per share	\$ 11.19 (3)			
Common Stock, \$0.001 par value per share		8,572	I	By Family Trust
Common Stock, \$0.001 par value per share		10,500	I	By IRA
Common Stock, \$0.001 par value per share		4,100	I	By IRA for Spouse

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

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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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Ame Underlying Sect (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	An or No of
Non-qualfied stock option	\$ 3.45	11/09/2012	11/09/2012	M	26,042	12/02/2002(4)	11/12/2012	Common Stock	2
Incentive Stock Option	\$ 3.5	11/09/2012	11/09/2012	M	23,843	03/27/2003(4)	02/27/2013	Common Stock	2

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# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

TRAVERSO KENNETH M C/O NATUS MEDICAL INCORPORATED 1501 INDUSTRIAL ROAD SAN CARLOS, CA 94070

VP Marketing and Sales

# **Signatures**

/S/ STEVEN J. MURPHY, by Power of Attorney

11/13/2012

\*\*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) This transaction reflects the exercise and same day sale of an option that would expire by its terms on November 12, 2012.
- (2) This transaction reflects the exercise and same day sale of an option that would expire by its terms on February 27, 2013.
- This transaction was executed in multiple trades at prices ranging from \$11.00 to \$11.38. The price reported above reflects the weighted
- (3) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (4) The option vests in 48 equal monthly installments beginning on the date of grant.
- On November 13, 2012 the reporting person filed a Form 4 reporting a single exercise of an Incentive Stock Option in the amount of
- (5) 76,042 shares. Because the underlying transaction involved the exercise of two distinct sets of options, the reporting person is filing this amended and restated Form 4 to provide additional details about the transactions.

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.

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