

Shirley Martin B
Form 4
March 04, 2019

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

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(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)

02/28/2019

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

President - DIS

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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	02/28/2019		M	2,766 A	(1) (2) 20,906	D	
Common Stock (3)	02/28/2019		F	820 D	\$ 20,086 0.77	D	
Common Stock	02/28/2019		M	3,500 A	(1) (2) 23,586	D	
Common Stock (3)	02/28/2019		F	1,038 D	\$ 22,548 0.77	D	

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. 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 Secu (Instr		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	<u>(1)</u> <u>(2)</u>	02/28/2019		M		2,766		<u>(4)</u>	<u>(4)</u>	Common Stock	2,766	g
Restricted Stock Unit	<u>(1)</u> <u>(2)</u>	02/28/2019		M		3,500		<u>(6)</u>	<u>(6)</u>	Common Stock	3,500	g

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/ Matthew G. Molchan, as
Attorney-in-Fact

03/04/2019

__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 28, 2017, Mr. Shirley was granted 22,128 Restricted Stock Units. As to this grant, 25% of the Restricted Stock Units vest on each of February 28, 2018, February 1, 2019, February 1, 2020 and February 1, 2021, with vesting of 50% of each such Restricted Stock

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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) Does not include Restricted Stock Units that did not vest and were cancelled.

On February 28, 2018, the Reporting Person was granted 14,000 Restricted Stock Units. As to this grant, 25% of the Restricted Stock

- (6) Units vest on each of February 28, 2019, February 28, 2020, February 28, 2021 and February 28, 2022, subject to the Reporting Person continuing to provide service through each such date.

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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