

HART JOHN P  
Form 4  
August 06, 2009

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
HART JOHN P

(Last) (First) (Middle)  
980 N. MICHIGAN AVENUE, SUITE 1620  
(Street)

CHICAGO, IL 60611

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
NOVAMED INC [NOVA]

3. Date of Earliest Transaction (Month/Day/Year)  
08/04/2009

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)  
VP, Corporate Controller

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                    | 08/04/2009                           |  | M                              |   | 35,000  | A<br>(8)   | \$ 2.039                          |
| Common Stock                    | 08/04/2009                           |  | S                              |   | 35,000  | D  | \$ 4.6077                         |
|                                 |                                      |  |                                |   |   |  | 57,883 (5)                        |
|                                 |                                      |  |                                |   |   |  | 22,883 (5)                        |

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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (right to buy)                | \$ 2.039   | 08/04/2009                           |  | M <sup>(8)</sup>               | 35,000  | <u>(1)</u> 09/29/2013                                    | Common Stock  | 60,000                        |
| Stock Option (right to buy)                | \$ 4.45  |                                      |  |                                |   | <u>(2)</u> 03/16/2014                                    | Common Stock  | 25,000                        |
| Stock Option (right to buy)                | \$ 5.96  |                                      |  |                                |   | <u>(3)</u> 06/16/2015                                    | Common Stock  | 30,000                        |
| Stock Option (right to buy)                | \$ 6.87  |                                      |  |                                |   | <u>(4)</u> 06/20/2016                                    | Common Stock  | 17,500                        |
| Stock Option (right to buy)                | \$ 7.35  |                                      |  |                                |   | <u>(6)</u> 02/21/2017                                    | Common Stock  | 17,500                        |
| Stock Option (right to buy)                | \$ 2.75  |                                      |  |                                |   | <u>(7)</u> 02/18/2019                                    | Common Stock  | 27,273                        |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                          |       |
|--|---------------|-----------|--------------------------|-------|
|  | Director      | 10% Owner | Officer                  | Other |
| HART JOHN P<br>980 N. MICHIGAN AVENUE<br>SUITE 1620<br>CHICAGO, IL 60611 |               |           | VP, Corporate Controller |       |

## Signatures

/s/ JOHN P.  
HART

08/06/2009

\_\_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) Subject to certain restrictions, 7,500 of these options vested on 3/28/04, with the remainder vesting 1,250 per month starting on 4/28/04.
- (2) Subject to certain restrictions, 3,125 of these options vested on 9/16/04, with the remainder vesting 520 per month starting on 10/16/04.
- (3) Subject to certain restrictions, 3,750 of these options vested on 12/17/05, with the remainder vesting 625 per month starting on 1/17/06.
- (4) Subject to certain restrictions, 2,188 of these options vested on 12/20/06 with the remainder vesting approximately 365 per month starting on 1/20/07.
- (5) Includes 17,649 restricted shares of common stock.
- (6) Subject to certain restrictions, 2,188 of these options vested on 8/21/07 with the remainder vesting approximately 365 per month starting on 9/21/07.
- (7) Subject to certain restrictions, 3,409 of these options will vest on 8/18/09 with the remainder vesting approximately 568 per month starting on 9/18/09.
- (8) Represents exercise of stock option by acquiring underlying common stock in the amount of 35,000 shares on 8/4/09.  
These shares were sold in multiple transactions ranging from \$4.6 to \$4.74, inclusive. The reporting person undertakes to provide to
- (9) NovaMed, Inc., any security holder of NovaMed, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price in the foregoing range.

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.