

DIGIRAD CORP  
Form 8-A12G  
June 03, 2004

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

**FORM 8-A**

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR 12(g) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**DIGIRAD CORPORATION**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**

(State of Incorporation or Organization)

**33-0145723**

(I.R.S. Employer Identification No.)

**13950 Stowe Drive  
Poway, California**

(Address of Principal Executive Offices)

**92064**

(Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box.

Securities Act registration statement file number to which this form relates: **333-113760**.

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class  
to be so Registered

Name of Each Exchange on Which  
Each Class is to be Registered

None

None

Securities to be registered pursuant to Section 12(g) of the Act:

Common Stock, par value \$0.0001 per share  
(Title of Class)

**INFORMATION REQUIRED IN REGISTRATION STATEMENT**

**Item 1. Description of Registrant's Securities to be Registered.**

A description of the Common Stock, par value \$0.0001 per share ("Common Stock"), of Digirad Corporation, a Delaware corporation ("Digirad"), to be registered hereunder is contained under the caption "Description of Capital Stock" in the Prospectus which constitutes part of Digirad's Registration Statement on Form S-1 (File No 333-113760) initially filed with the Securities and Exchange Commission on March 19, 2004, as amended from time to time, and is incorporated herein by reference.

**Item 2. Exhibits.**

The documents listed below are filed as exhibits to this Registration Statement.

<b>Exhibit Number</b>	<b>Exhibit Title</b>
3.1(1)	Form of Restated Certificate of Incorporation
3.2(1)	Form of Restated Bylaws
4.1(1)	Form of Specimen Stock Certificate
4.2(1)	Amended and Restated Investors' Rights Agreement by and among Digirad Corporation and the investors listed on the schedule attached thereto, dated April 23, 2002, as amended

(1) Incorporated by reference to Digirad's Registration Statement on Form S-1 (File No. 333-113760).

**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized.

**DIGIRAD CORPORATION**

Dated: June 3, 2004

By:           /s/ DAVID M. SHEEHAN          

Name: David M. Sheehan

Title: President and Chief Executive Officer

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