MedQuist Holdings Inc.

Form 3

February 04, 2011

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

OMB

3235-0104

OMB APPROVAL

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

Number: Expires:

response...

January 31, 2005

0.5

Estimated average burden hours per

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 *

A Jeffrey Hendren

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

02/04/2011

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

MedOuist Holdings Inc. [MEDH]

540 MADISON

AVENUE, Â 9TH FLOOR

(Street)

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

(Check all applicable)

_X__ Director Officer (give title below) (specify below) 6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

NEW YORK, NYÂ 10022

(City) (State) (Zip)

1. Title of Security (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

10% Owner

Other

Direct (D) or Indirect (I)

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

(Instr. 5)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1473 (7-02)

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

Date

Exercisable

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Expiration Title Date

Amount or Number of Shares

Derivative Security

Security: Direct (D) or Indirect (I)

(Instr. 5)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Jeffrey Hendren
540 MADISON AVENUE
9TH FLOOR
NEW YORK. NYÂ 10022

Signatures

/s/ Jeffrey
Hendren

**Signature of Reporting Person

Date

Explanation of Responses:

No securities are beneficially owned

- * If the form is filed by more than one reporting person, see Instruction 5(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).

Â

Remarks:

Mr. Hendren is a director of MedQuist Holdings Inc. He is also a Managing Director of S.A.C. of which, S.A.C. PEI CB Investment, L.P. ("SAC CBI"), S.A.C. PEI CB Investment II, LLC ("SACÊ Equities (S.A.C. Asia) Limited ("SAC Asia"), hold shares of MedQuist Holdings Inc. common stock. beneficial ownership of the shares of MedQuist Holdings Inc. owned by SAC CBI, SAC CBI II a not be deemed an admission that Mr. Hendren is the beneficial owner of such securities for purpo Exchange Act of 1934, as amended, or for any other purpose.

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.

Reporting Owners 2