

DIGIRAD CORP
Form 4
February 03, 2017

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Molchan Matthew G.

(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)

02/01/2017

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)

President and CEO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/01/2017		M		14,449	A	<u>(1)</u> <u>(2)</u>	58,716	D	
Common Stock ⁽³⁾	02/01/2017		F		3,947	D	\$ 4.95	54,769	D	
Common Stock	02/01/2017		M		10,211	A	<u>(1)</u> <u>(2)</u>	64,980	D	
Common Stock ⁽³⁾	02/01/2017		F		5,585	D	\$ 4.95	59,395	D	

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

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(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. I
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	(1) (2)	02/01/2017		M	14,449	(4)	(4)	Common Stock	14,449
Restricted Stock Unit	(1) (2)	02/01/2017		M	10,211	(5)	(5)	Common Stock	10,211

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Molchan Matthew G. 1048 INDUSTRIAL COURT SUWANEE, GA 30024	X President and CEO

Signatures

/s/ Jeffrey R. Keyes, as
Attorney-in-fact

02/03/2017

__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 1, 2015 the reporting person was granted 57,797 Restricted Stock Units. As to this grant, 25% of the Restricted Stock Units fully vested on February 1, 2016, 25% fully vested on February 1, 2017 and the remaining Restricted Stock Units vest as to 25% of the units on each of February 1, 2018 and February 1, 2019, with vesting of 50% of each such Restricted Stock Unit tranche subject to the satisfaction of certain performance criteria to be determined and approved by the Compensation Committee with respect to each such

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period.

- (5) On February 1, 2016 the reporting person was granted 40,847 Restricted Stock Units. As to this grant, 25% of the Restricted Stock Units fully vested on February 1, 2017 and the remaining Restricted Stock Units vest as to 25% of the units on each of February 1, 2018, February 1, 2019 and February 1, 2020, with vesting of 50% of each such Restricted Stock 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.

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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