

ATHENAHEALTH INC

Form 3

September 19, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

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**INITIAL STATEMENT OF 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 \*

Â Bush Jonathan

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

09/19/2007

3. Issuer Name and Ticker or Trading Symbol  
ATHENAHEALTH INC [ATHN]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

☒ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

CEO and President

6. Individual or Joint/Group Filing(Check Applicable Line)

☒ Form filed by One Reporting Person☐ Form filed by More than One Reporting PersonC/O ATHENAHEALTH,  
INC.,Â 311 ARSENAL STREET

(Street)

WATERTOWN,Â MAÂ 02472

(City)

(State)

(Zip)

**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities Beneficially Owned  
(Instr. 4)3. Ownership Form:  
Direct (D)  
or Indirect (I)  
(Instr. 5)4. Nature of Indirect Beneficial Ownership  
(Instr. 5)

Common Stock

698,650

D

Â

Common Stock

250,000

I

See Footnote. <sup>(1)</sup>

Common Stock

15,000

I

See Footnote. <sup>(2)</sup>

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

SEC 1473 (7-02)

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

1. Title of Derivative Security

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

3. Title and Amount of Securities Underlying

4. Conversion

5. Ownership

6. Nature of Indirect Beneficial

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(Instr. 4)			Derivative Security (Instr. 4)		or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (Right to Buy)	03/18/2001 <sup>(3)</sup>	03/18/2011	Common Stock	65,000	\$ 0.62	D	Â
Stock Option (Right to Buy)	08/01/2003 <sup>(4)</sup>	08/01/2013	Common Stock	50,000	\$ 0.62	D	Â
Stock Option (Right to Buy)	08/01/2003 <sup>(5)</sup>	08/01/2013	Common Stock	130,849	\$ 0.62	D	Â
Stock Option (Right to Buy)	02/06/2004 <sup>(6)</sup>	02/06/2014	Common Stock	100,000	\$ 0.62	D	Â
Stock Option (Right to Buy)	04/27/2005 <sup>(7)</sup>	04/27/2015	Common Stock	10,000	\$ 3.5	D	Â
Stock Option (Right to Buy)	04/27/2005 <sup>(7)</sup>	04/27/2015	Common Stock	285,537	\$ 3.5	D	Â
Stock Option (Right to Buy)	07/27/2006 <sup>(8)</sup>	07/27/2016	Common Stock	50,000	\$ 6.16	D	Â
Stock Option (Right to Buy)	03/15/2007 <sup>(9)</sup>	03/15/2017	Common Stock	45,000	\$ 7.39	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bush Jonathan C/O ATHENAHEALTH, INC. 311 ARSENAL STREET WATERTOWN, MA 02472	Â X	Â	Â CEO and President	Â

## Signatures

/s/ Christopher E. Nolin  
Attorney-in-Fact

09/19/2007

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) These shares are owned by The Bush 2004 Gift Trust, the beneficiaries of which are certain of Mr. Bush's children.

(2) These shares are owned by The Jonathan J. Bush, Jr. 2007 Grantor Retained Annuity Trust, the beneficiaries of which are Mr. Bush and certain of his children.

(3)

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100% of the options in this grant were exercisable on March 18, 2001; 100% of the options in this grant were vested as of February 1, 2005.

(4) 100% of the options in this grant were exercisable on August 1, 2003; 100% of the options in this grant were vested as of January 1, 2007.

(5) 100% of the options in this grant were exercisable on August 1, 2003; 100% of the options in this grant were vested as of July 1, 2007.

(6) 100% of the options in this grant were exercisable on February 6, 2004; 60% of the options in this grant vest in equal monthly installments until the third anniversary of the vesting start date of February 1, 2004 and the remaining 40% vest in equal monthly installments until fully vested on the fourth anniversary.

(7) 100% of the options in this grant were exercisable on April 27, 2005; 25% of the options vest yearly on the anniversary of the vesting start date of January 9, 2005 until fully vested on the fourth anniversary.

(8) 100% of the options in this grant were exercisable on July 27, 2006; 25% of the options vest yearly on the anniversary of the vesting start date of July 27, 2006 until fully vested on the fourth anniversary.

(9) 100% of the options in this grant were exercisable on March 15, 2007; 25% of the options vest yearly on the anniversary of the vesting start date of January 1, 2007 until fully vested on the fourth anniversary.

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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