

SOMANETICS CORP  
Form 4  
October 05, 2005

**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 \*  
**IACONA WILLIAM M**

(Last) (First) (Middle)

**C/O SOMANETICS CORPORATION, 1653 EAST MAPLE ROAD**

(Street)

**TROY, MI 48083**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**SOMANETICS CORP [SMTS]**

3. Date of Earliest Transaction (Month/Day/Year)  
**10/03/2005**

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)  
**Vice President, Finance**

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 Shares	10/03/2005		M			15,000	A	\$ 2	15,000	D	
Common Shares	10/03/2005		S			500	D	\$ 27.55	14,500	D	
Common Shares	10/03/2005		S			1,000	D	\$ 27.65	13,500	D	
Common Shares	10/03/2005		S			1,000	D	\$ 27.87	12,500	D	
Common Shares	10/03/2005		S			1,000	D	\$ 27.7	11,500	D	

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Common Shares	10/03/2005	S	1,000	D	\$ 27.812	10,500	D
Common Shares	10/03/2005	S	2,000	D	\$ 27.95	8,500	D
Common Shares	10/03/2005	S	1,500	D	\$ 27.954	7,000	D
Common Shares	10/03/2005	S	5,000	D	\$ 28	2,000	D
Common Shares	10/03/2005	S	1,000	D	\$ 28.15	1,000	D
Common Shares	10/03/2005	S	1,000	D	\$ 28.2	0	D
Common Shares	10/04/2004	M	11,400	A	\$ 2	11,400	D
Common Shares	10/04/2005	S	1,500	D	\$ 30.6	9,900	D
Common Shares	10/04/2005	S	2,500	D	\$ 30.4	7,400	D
Common Shares	10/04/2005	S	1,000	D	\$ 31	6,400	D
Common Shares	10/04/2005	S	1,000	D	\$ 30.75	5,400	D
Common Shares	10/04/2005	S	1,000	D	\$ 30.25	4,400	D
Common Shares	10/04/2005	S	1,400	D	\$ 30.5	3,000	D
Common Shares	10/04/2005	S	1,000	D	\$ 30.3	2,000	D
Common Shares	10/04/2005	S	2,000	D	\$ 30.2	0	D

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 1474  
(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	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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Derivative Security			or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V (A) (D)				
Employee stock option (right to buy)	\$ 2	10/03/2005	M	15,000	<u>(1)</u>	03/05/2011	Common Shares	15,000
Employee stock option (right to buy)	\$ 2	10/04/2005	M	11,400	<u>(1)</u>	03/05/2011	Common Shares	11,400

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
IACONA WILLIAM M C/O SOMANETICS CORPORATION 1653 EAST MAPLE ROAD TROY, MI 48083			Vice President, Finance	

## Signatures

Mary Ann Victor  
10/05/2005  
 \*\*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) The option vested in one-twenty fourth (1/24) equal monthly installments commencing March 5, 2001.

### Remarks:

Exhibit List:  
Exhibit 24 William M. Iacona Power of Attorney

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.