

CHINDEX INTERNATIONAL INC
 Form 4
 March 06, 2008

FORM 4

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

OMB APPROVAL

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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 *
 J P MORGAN CHASE & CO

2. Issuer Name and Ticker or Trading Symbol
 CHINDEX INTERNATIONAL INC
 [chdx us]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 270 PARK AVENUE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 03/04/2008

____ Director
 ____ Officer (give title below)
 10% Owner
 ____ Other (specify below)

NEW YORK, NY 10017
 (City) (State) (Zip)

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

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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock, par value \$0.01/share	03/04/2008		S		2,000	D	\$ 36.2	1,255,184	I	See Footnote (1) ⁽¹⁾
Class A Common Stock, par value \$0.01/share	03/04/2008		S		3,000	D	\$ 36.05	1,252,184	I	See Footnote (1)
Class A Common	03/04/2008		S		1,000	D	\$ 35.88	1,251,184	I	See Footnote

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Stock, par value \$0.01/share								(1)
Class A Common Stock, par value \$0.01/share	03/04/2008	S	6,000	D	\$ 36.02	1,245,184	I	See Footnote (1)
Class A Common Stock, par value \$0.01/share	03/04/2008	S	1,000	D	\$ 36.12	1,244,184	I	See Footnote (1)
Class A Common Stock, par value \$0.01/share	03/04/2008	S	4,000	D	\$ 36.24	1,240,184	I	See Footnote (1)
Class A Common Stock, par value \$0.01/share	03/04/2008	S	1,000	D	\$ 36.28	1,239,184	I	See Footnote (1)
Class A Common Stock, par value \$0.01/share	03/04/2008	S	1,500	D	\$ 36.28	1,237,684	I	See Footnote (1)
Class A Common Stock, par value \$0.01/share	03/04/2008	S	500	A	\$ 36.28	1,237,184	I	See Footnote (1)
Class A Common Stock, par value \$0.01/share	03/04/2008	S	1,000	D	\$ 36.26	1,236,184	I	See Footnote (1)
Class A Common Stock, par value \$0.01/share	03/04/2008	P	3,000	D	\$ 36.1933	1,233,184	I	See Footnote (1)
Class A Common Stock, par	03/04/2008	S	2,700	D	\$ 36	1,230,484	I	See Footnote (1)

value
\$0.01/share

Class A
Common

Stock, par 03/04/2008
value
\$0.01/share

S 600 D \$ 36 1,229,884 I

See
Footnote
(1)

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

J P MORGAN CHASE & CO
270 PARK AVENUE
NEW YORK, NY 10017

X

Signatures

Anthony Horan

03/06/2008

**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) Beneficial ownership of this position was acquired by Magenta Magic Limited, a wholly-owned subsidiary of the reporting person.

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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