

Jett Charles A JR
 Form 4
 December 19, 2005

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 *
 Jett Charles A JR

2. Issuer Name and Ticker or Trading Symbol
 EMAGEON INC [EMAG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 1200 CORPORATE DRIVE, SUITE 200

3. Date of Earliest Transaction (Month/Day/Year)
 12/15/2005

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

(Street)
 BIRMINGHAM, AL 35242

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

(City) (State) (Zip)

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)
				(A) or (D) Price			
Common Stock	12/15/2005		G	23,000 D \$ 0	192,128	D	

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

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SEC 1474 (9-02)

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

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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)
Prepaid Variable Forward Contract (right to sell)	(1) (2)	12/15/2005		J(1)(2)	1	(1)(2) (1)(2)	Common Stock 175,000	(1) (2)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jett Charles A JR 1200 CORPORATE DRIVE SUITE 200 BIRMINGHAM, AL 35242	X		Chief Executive Officer	

Signatures

/s/ Pamela B. Fetterolf, Attorney-in-Fact for Charles A. Jett 12/19/2005

**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 reporting person entered into a prepaid variable forward contract with an unaffiliated counterparty on December 15, 2005. The counterparty paid the reporting person \$2,386,529.52 at the time of execution of the contract. The "valuation date" under the contract is February 14, 2007, and it settles three business days after the valuation date. If on the valuation date, the closing price of a share of Emageon common stock (the "closing price") is: (a) less than or equal to \$16.097, the reporting person will deliver to the counterparty 175,000 shares of Emageon common stock on the settlement date; (b) greater than \$22.5358, the reporting person will deliver to the counterparty on the settlement date a number of shares equal to \$2,816,975 divided by the closing price; or (continued in Footnote 2)
- (c) equal to or greater than \$22.5358, the reporting person will deliver to the counterparty on the settlement date a number of shares equal to 175,000 multiplied by a fraction, the numerator of which is \$16.097 plus the amount by which the closing price exceeds \$22.5358, and
- (2) the denominator of which is the closing price. The reporting person has the option to settle the contract in cash for an amount equal to the closing price multiplied by the number of shares the reporting person would otherwise be obligated to deliver in accordance with the preceding sentence.

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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