

NightHawk Radiology Holdings Inc

Form 4

July 24, 2007

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Berger Paul E

2. Issuer Name **and** Ticker or Trading  
Symbol  
NightHawk Radiology Holdings Inc  
[NHWK]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
250 NORTHWEST BLVD, #202  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/23/2007

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

COEUR D'ALENE, ID 83814

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                                             |
| Common<br>Stock                       | 07/23/2007                              |                                                             | S <sup>(1)</sup>                     |                                                                         | 3,400                                                                                                              | D                                                                    | \$ 21.5                                                           |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | 2,930,009 <sup>(2)</sup>                                          |
| Common<br>Stock                       | 07/23/2007                              |                                                             | S <sup>(1)</sup>                     |                                                                         | 5,880                                                                                                              | D                                                                    | \$ 21.4                                                           |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | 2,924,129                                                         |
| Common<br>Stock                       | 07/23/2007                              |                                                             | S <sup>(1)</sup>                     |                                                                         | 6,000                                                                                                              | D                                                                    | \$ 21.38                                                          |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | 2,918,129                                                         |
| Common<br>Stock                       | 07/23/2007                              |                                                             | S <sup>(1)</sup>                     |                                                                         | 10,000                                                                                                             | D                                                                    | \$ 21.35                                                          |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | 2,908,129                                                         |
| Common<br>Stock                       | 07/23/2007                              |                                                             | S <sup>(1)</sup>                     |                                                                         | 300                                                                                                                | D                                                                    | \$ 21.34                                                          |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | 2,907,829                                                         |

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|              |            |                  |        |   |          |           |   |
|--------------|------------|------------------|--------|---|----------|-----------|---|
| Common Stock | 07/23/2007 | S <sup>(1)</sup> | 420    | D | \$ 21.33 | 2,907,409 | D |
| Common Stock | 07/23/2007 | S <sup>(1)</sup> | 5,000  | D | \$ 21.31 | 2,902,409 | D |
| Common Stock | 07/23/2007 | S <sup>(1)</sup> | 6,000  | D | \$ 21.28 | 2,896,409 | D |
| Common Stock | 07/23/2007 | S <sup>(1)</sup> | 10,000 | D | \$ 21.25 | 2,886,409 | D |
| Common Stock | 07/23/2007 | S <sup>(1)</sup> | 10,000 | D | \$ 21.2  | 2,876,409 | D |
| Common Stock | 07/23/2007 | S <sup>(1)</sup> | 3,000  | D | \$ 21.05 | 2,873,409 | 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.**

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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 Following Reported Transaction (Instr. 6) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | 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 |
| Berger Paul E<br>250 NORTHWEST BLVD, #202<br>COEUR D'ALENE, ID 83814 | X             | X         | Chief Executive Officer |       |

## Signatures

Paul E. Cartee,  
Attorney-in-Fact

07/24/2007

\_\_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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 24, 2006.
- (2) Share numbers in this column 5 exclude 1,000,000 shares previously owned directly by the reporting person which were contributed by the reporting person to an annuity trust on May 10, 2007.

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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