

NOVAMED INC  
Form 4  
November 25, 2009

**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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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**JESSUP R JUDD**

(Last) (First) (Middle)

30962 VIA SERENIDAD

(Street)

COTO DE CAZA, CA 92679

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**NOVAMED INC [NOVA]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/23/2009

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)

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<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<br>Acquired (A) or<br>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:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------|
| Common<br>Stock                       | 11/23/2009                              |                                                             | S                                    | 5,000 D                                                                    | \$ 4.4 85,600 <sup>(7)</sup>                                                                                       | D                                                                       |                                                                                |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                            | 106,358                                                                                                            | I                                                                       | See Footnote<br>(1)                                                            |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                            | 800                                                                                                                | I                                                                       | By<br>Stepdaughter                                                             |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                            | 800                                                                                                                | I                                                                       | By Stepson                                                                     |

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**

SEC 1474  
(9-02)

required to respond unless the form  
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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5.<br>Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    | 8. Price<br>of<br>Derivative<br>Security<br>(Instr. 3) |                                     |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|---------------------------------------------------------------------|--------------------|--------------------------------------------------------|-------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                                     | (A)                                                            | (D) | Date<br>Exercisable                                                 | Expiration<br>Date | Title                                                  | Amount<br>or<br>Number<br>of Shares |
| Stock<br>Option<br>(right to<br>buy)                | \$ 1.15                                                               |                                         |                                                             |                                         |                                                                                                                       |                                                                |     | <u>(2)</u>                                                          | 11/20/2011         | Common<br>Stock                                        | 75,000                              |
| Stock<br>Option<br>(right to<br>buy)                | \$ 4.45                                                               |                                         |                                                             |                                         |                                                                                                                       |                                                                |     | <u>(3)</u>                                                          | 03/16/2014         | Common<br>Stock                                        | 25,000                              |
| Stock<br>Option<br>(right to<br>buy)                | \$ 5.96                                                               |                                         |                                                             |                                         |                                                                                                                       |                                                                |     | <u>(4)</u>                                                          | 06/16/2015         | Common<br>Stock                                        | 15,000                              |
| Stock<br>Option<br>(right to<br>buy)                | \$ 6.87                                                               |                                         |                                                             |                                         |                                                                                                                       |                                                                |     | <u>(5)</u>                                                          | 06/20/2016         | Common<br>Stock                                        | 15,000                              |
| Stock<br>Option<br>(right to<br>buy)                | \$ 7.35                                                               |                                         |                                                             |                                         |                                                                                                                       |                                                                |     | <u>(6)</u>                                                          | 02/21/2017         | Common<br>Stock                                        | 12,000                              |
| Stock<br>Option<br>(right to<br>buy)                | \$ 2.75                                                               |                                         |                                                             |                                         |                                                                                                                       |                                                                |     | <u>(8)</u>                                                          | 02/18/2019         | Common<br>Stock                                        | 20,000                              |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships                          |
|----------------------------------------------------------------|----------------------------------------|
|                                                                | Director   10% Owner   Officer   Other |
| JESSUP R JUDD<br>30962 VIA SERENIDAD<br>COTO DE CAZA, CA 92679 | X                                      |

## Signatures

/s/ John Lawrence by Power of  
Attorney

11/25/2009

\_\_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) Represents shares of common stock which are held by R. Judd Jessup and Charlene Lynne Jessup, as Trustees for the R. Judd Jessup and Charlene Lynne Jessup Living Trust u/a/d May 6, 1991.
- (2) Subject to certain restrictions, 9,375 of these options vested on 5/20/02, with the remainder vesting 1,562 per month starting on 6/20/02.
- (3) Subject to certain restrictions, 3,125 of these options vested on 9/16/04, with the remainder vesting 520 per month starting on 10/16/04.
- (4) Subject to certain restrictions, 1,875 of these options vested on 12/17/05, with the remainder vesting 312 per month starting on 1/17/06.
- (5) Subject to certain restrictions, 1,875 of these options vested on 12/20/06 with the remainder vesting 312 per month starting on 1/20/07.
- (6) Subject to certain restrictions, 1,500 of these options vested on 8/21/07 with the remainder vesting 250 per month starting 9/21/07.
- (7) Includes 9,375 restricted shares of common stock.
- (8) Subject to certain restrictions, 2,500 of these options vested on 8/18/09 with the remainder vesting approximately 417 per month starting on 9/18/09.

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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