### Edgar Filing: PEDIATRIX MEDICAL GROUP INC - Form 4

PEDIATRIX MEDICAL GROUP INC Form 4 August 10, 2007 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading MEDEL ROGER MD Issuer Symbol PEDIATRIX MEDICAL GROUP (Check all applicable) INC [PDX] (Last) (First) (Middle) 3. Date of Earliest Transaction \_X\_ Director 10% Owner X\_Officer (give title Other (specify (Month/Day/Year) below) below) 1301 CONCORD TERRACE 08/08/2007 CHIEF EXECUTIVE OFFICER (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting SUNRISE, FL 33323-2825 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) Ownership Owned Direct (D) (Instr. 8) Following or Indirect (Instr. 4) Reported (T)(A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Code V Amount (D) Price Common 87,499 D Stock BY Common 480 I Stock CHILD Common BY I 08/08/2007 Μ 100,000 A 100,000 22.56 Stock **SPOUSE** \$ Common BY  $S^{(1)}$ 08/08/2007 57.71 Ι 80,000 D 20,000 Stock **SPOUSE** (2) \$ S<sup>(1)</sup> Common 08/09/2007 20,000 D 0 Ι BY Stock 56.45 **SPOUSE** 

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(3)

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

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

1. Title o Derivativ Security (Instr. 3)		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	orDeri Secu Acqu Disp	umber of vative rities hired (A) or osed of (D) r. 3, 4, and	6. Date Exercisal Expiration Date (Month/Day/Yea		7. Title and A Underlying S (Instr. 3 and	Securitie
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou Numb Shares
Stock Option	\$ 22.5625	08/08/2007		М		100,000	03/26/2002(4)	10/29/2008	Common Stock	100,0 (5)

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
MEDEL ROGER MD 1301 CONCORD TERRACE SUNRISE, FL 33323-2825	Х		CHIEF EXECUTIVE OFFICER			
Signatures						

By: Thomas W. Hawkins	08/10/2007		
<u>**</u> 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) This sale has been executed pursuant to a Rule 10b5-1 trading plan adopted by the reporting person effective February 9, 2004.
- (3) The sale of shares was executed in fifty-one (51) separate transactions with sales prices ranging from \$55.93 to \$57.33 for a weighted average sales price of \$56.45.
- (5) These stock options were granted under the Issuer's Amended and Restated Stock Option Plan.
- (2) The sale of shares was executed in ninety-eight (98) separate transactions with sales prices ranging from \$56.25 to \$58.00 for a weighted average sales price of \$57.71.

(4)

These stock options were granted under the Issuer's Amended and Restated Stock Option Plan and became exercisable in three equal increments on March 26, 2000, 2001 and 2002.

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.