

Edgar Filing: NATUS MEDICAL INC - Form 4

NATUS MEDICAL INC
Form 4
March 13, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Check this box if no longer subject to Section 16. Form 4 or Form 5
obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person*

| | | |
|----------------------|----------|----------|
| Perry | Richard | C. |
| ----- | ----- | ----- |
| (Last) | (First) | (Middle) |
| c/o Perry Capital | | |
| 599 Lexington Avenue | | |
| ----- | | |
| (Street) | | |
| New York | New York | 10022 |
| ----- | ----- | ----- |
| (City) | (State) | (Zip) |

2. Issuer Name and Ticker or Trading Symbol

Natus Medical, Inc. (Ticker: BABY)

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

4. Statement for Month/Day/Year

03/11/03

5. If Amendment, Date of Original (Month/Day/Year)

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

| | |
|---|--|
| <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| <input type="checkbox"/> Officer (give title below) | <input type="checkbox"/> Other (specify below) |

7. Individual or Joint/Group Filing (Check Applicable line)

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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. Trans- action Date (mm/dd/yy) | 2A. Deemed Execution Date, if any (mm/dd/yy) | 3. Transaction Code (Instr. 8) Code | V | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Amount | (A) or (D) | Price | 5. Amou Secu Bene Owe Foll Repo Tran (Ins Ins |
|--|--|---|---|---|--|------------------|--------|--|
| Common Stock, par value \$0.001 per share | 03/11/03 | N/A | P | | 70,500 | A | \$3.15 | (1) |
| Common Stock, par value \$0.001 per share | 03/11/03 | N/A | P | | 228,000 | A | \$3.15 | (1) |
| Common Stock, par value \$0.001 per share | 03/11/03 | N/A | P | | 1,500 | A | \$3.15 | (1) |

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 4 (continued)

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. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity | 3. Trans- action Date (mm/dd/ yy) | 3A. Deemed Execut- ion Date if any (mm/dd/ yy) | 4. Trans- action Code (Instr. 8) ----- Code V | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D) | 6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares |
|--|---|--|---|--|--|---|--|
|--|---|--|---|--|--|---|--|

None.

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Explanation of Responses:

- (1) See Attachment A
- (2) See Attachment B

/s/ Randall Borkenstein

March 13, 2003

Randall Borkenstein
Attorney-in-fact

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Form 4

Name and Address:

Richard C. Perry
c/o Perry Capital
599 Lexington Avenue
New York, NY 10022

Issuer Name & Ticker Symbol:

Natus Medical, Inc. (Ticker: Baby)

Statement for Month/Date/Year:

March 11, 2003

Attachment A

Securities beneficially owned by Mr. Perry and Perry Corp. consist of the following:

- (a) 1,270,959 shares of Common Stock owned by Perry Partners, L.P.
- (b) 3,342,997 shares of Common Stock owned by Perry Partners International, Inc.
- (c) 34,444 shares of Common Stock owned by Auda Classics, PLC.

Form 4

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c/o Perry Capital
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New York, NY 10022

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Attachment B

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- (a) The general partner of Perry Partners, L.P. is Perry Corp., of which Mr. Perry is the President and the sole shareholder. Perry Corp. and Mr. Perry may be deemed to have voting and dispositive power with respect to the shares held by Perry Partners, L.P. Mr. Perry disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein, if any, and this report shall not be deemed an admission that Mr. Perry is the beneficial owner of the shares for purposes of Section 16 of the Securities and Exchange Act of 1934 or for any other purpose.
- (b) The investment manager of Perry Partners International, Inc. is Perry Corp., of which Mr. Perry is the President and the sole shareholder. Perry Corp. and Mr. Perry may be deemed to have voting and dispositive power with respect to the shares held by Perry Partners International, Inc. Mr. Perry disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein, if any, and this report shall not be deemed an admission that Mr. Perry is the beneficial owner of the shares for purposes of Section 16 of the Securities and Exchange Act of 1934 or for any other purpose.
- (c) Perry Corp., of which Mr. Perry is the President and the sole shareholder, holds the power to vote and dispose of the shares held by Auda Classics, PLC pursuant to an investment contract with Auda Classics, PLC. Mr. Perry disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein, if any, and this report shall not be deemed an admission that Mr. Perry is the beneficial owner of the shares for purposes of Section 16 or for any other purpose.

Joint Filer Information

Name: Perry Corp.

Address: c/o Perry Capital
599 Lexington Avenue
New York, NY 10022

Designated Filer: Richard C. Perry

Issuer & Ticker Symbol: Natus Medical, Inc. (Ticker: Baby)

Statement for Mo/Date/Year: March 11, 2003

PERRY CORP.

By: /s/ Randall Borkenstein

Name: Randall Borkenstein
Title: Managing Director and
Chief Financial Officer
Attorney-in-fact

Date: March 13, 2003

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

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4(b)(v). SEC 1474 (3-99)

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CONFIRMING STATEMENT

This Statement confirms that the undersigned, Richard C. Perry, has authorized and designated Randall Borkestein to execute and file on the undersigned's behalf all Forms 3, 4, and 5 (including any amendments thereto) that the undersigned may be required to file with the U.S. Securities and Exchange Commission as a result of the undersigned's ownership of, or transactions in, securities of Natus Medical, Incorporated. The authority of Randall Borkestein under this Statement shall continue until the undersigned is no longer required to file Forms 3, 4, and 5 with regard to his ownership of, or transactions in, securities of Natus Medical, Incorporated, unless earlier revoked in writing. The undersigned acknowledges that Randall Borkestein is not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

Date:

/s/ Richard C. Perry

Richard C. Perry