

SOMANETICS CORP
Form 4
October 04, 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 *
BARRETT BRUCE J

(Last) (First) (Middle)

C/O SOMANETICS CORP, 1653 E. MAPLE RD

(Street)

TROY, MI 48083-4208

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SOMANETICS CORP [SMTS]

3. Date of Earliest Transaction (Month/Day/Year)
09/30/2005

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)
President and CEO

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 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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
			Code	V	Amount		
Common Shares	10/03/2005		S		1,000	D	\$ 27.7603 103,397 D
Common Shares	10/03/2005		S		1,000	D	\$ 27.7149 102,937 D
Common Shares	10/03/2005		S		1,000	D	\$ 27.6456 101,937 D
Common Shares	10/03/2005		S		1,000	D	\$ 27.5406 100,937 D
Common Shares	10/03/2005		S		1,000	D	\$ 27.4371 99,937 D

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Common Shares	10/03/2005	S	1,000	D	\$ 27.49	98,937	D
Common Shares	10/03/2005	S	1,000	D	\$ 27.5349	97,937	D
Common Shares	10/03/2005	S	445	D	\$ 27.6161	97,492	D
Common Shares	10/03/2005	S	1,000	D	\$ 26.3451	96,492	D
Common Shares	10/03/2005	S	1,000	D	\$ 26.4321	95,492	D
Common Shares	10/03/2005	S	1,000	D	\$ 26.4458	94,492	D
Common Shares	10/03/2005	S	1,000	D	\$ 26.5277	93,492	D
Common Shares	10/03/2005	S	1,000	D	\$ 26.5653	92,492	D
Common Shares	10/03/2005	S	1,000	D	\$ 26.7563	91,492	D
Common Shares	10/03/2005	S	1,000	D	\$ 26.7681	90,492	D
Common Shares	10/03/2005	S	1,000	D	\$ 26.8148	89,492	D
Common Shares	10/03/2005	S	1,000	D	\$ 26.9018	88,492	D
Common Shares	10/03/2005	S	1,000	D	\$ 26.9238	87,492	D
Common Shares	10/03/2005	S	1,000	D	\$ 26.8901	86,492	D
Common Shares	10/03/2005	S	1,000	D	\$ 26.8513	85,492	D
Common Shares	10/03/2005	S	1,000	D	\$ 26.87	84,492	D
Common Shares	10/03/2005	S	1,000	D	\$ 26.8823	83,492	D
Common Shares	10/03/2005	S	1,000	D	\$ 26.8507	82,492	D
Common Shares	10/03/2005	S	1,000	D	\$ 26.9154	81,492	D
Common Shares	10/03/2005	S	1,000	D	\$ 26.9573	80,492	D
	10/03/2005	S	1,000	D		79,492	D

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Common Shares					\$			
					27.1675			
Common Shares	10/03/2005		S	1,000	D	\$	78,492	D
						27.1486		
Common Shares	10/03/2005		S	290	D	\$	78,202	D
						27.1482		
Common Shares	10/03/2005		S	110	D	\$	78,092	D
						26.49		
Common Shares	10/03/2005		S	100	D	\$	77,992	D
						26.39		

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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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 Owned Beneficially (Instr. 5)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARRETT BRUCE J C/O SOMANETICS CORP 1653 E. MAPLE RD TROY, MI 48083-4208	X		President and CEO	

Signatures

Bruce J. Barrett

10/04/2005

**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).

Remarks:

Form 2 of 3 to accomodate overflow transactions.

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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