

NATUS MEDICAL INC

Form 4

February 18, 2014

**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

OMB  
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2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**GUNST ROBERT A**

(Last) (First) (Middle)

**C/O NATUS MEDICAL  
INCORPORATED, 1501  
INDUSTRIAL ROAD**

(Street)

**SAN CARLOS, CA 94070**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**NATUS MEDICAL INC [BABY]**

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

**02/13/2014**

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.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>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.<br>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) |
|---|---|---|---|---|--|---|---|
| Common<br>Stock,<br>\$0.001 par<br>value per<br>share | 02/13/2014                              | 02/13/2014  | M                                       | 12,500  | A \$ 5.77  | 61,750  | D   |
| Common<br>Stock,<br>\$0.001 par<br>value per<br>share | 02/13/2014                              | 02/13/2014  | S                                       | 12,500  | D \$ 25  | 49,250  | D   |
|   | 02/14/2014                              | 02/14/2014  | M                                       | 5,000   | A  | 54,250  | D   |

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Common  
Stock,  
\$0.001 par  
value per  
share

\$  
20.09

Common  
Stock,  
\$0.001 par  
value per  
share

02/14/2014      02/14/2014      S      5,000      D      \$ 25  
(1)      49,250      D

Common  
Stock,  
\$0.001 par  
value per  
share

02/14/2014      02/14/2014      S      2,500      D      \$ 25      46,750      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.**

SEC 1474  
(9-02)

**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. 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. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) |
|---|--|---|---|--------------------------------------|--|--|--|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable      Expiration<br>Date                    | Title  |
| Non-Qualified<br>Stock Options                      | \$ 5.77  | 02/13/2014                              | 02/13/2014  | M                                    | 12,500   | 07/11/2004      06/11/2014                                     | Common<br>Stock  |
| Non-Qualified<br>Stock Options                      | \$ 20.09   | 02/14/2014                              | 02/14/2014  | M                                    | 5,000  | 07/10/2008      07/10/2014                                     | Common<br>Stock  |

## Reporting Owners

| Reporting Owner Name / Address                   | Relationships                                   |
|--|---|
|  | Director      10% Owner      Officer      Other |
| GUNST ROBERT A<br>C/O NATUS MEDICAL INCORPORATED | X   |

1501 INDUSTRIAL ROAD  
SAN CARLOS, CA 94070

## Signatures

/s/ JONATHAN A. KENNEDY, by Power of  
Attorney

02/18/2014

\_\_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).

This transaction was executed in multiple trades at prices ranging from \$25.00 to \$25.03. The price reported above reflects the weighted  
(1) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

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.