## Edgar Filing: NIERENBERG DAVID - Form 4

NIERENBERG DAVID Form 4 March 25, 2003

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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(f) of the Investment Company Act of 1940

- Name and Address of Reporting Person\* 1. David Nierenberg The D3 Family Fund 19605 NE 8th St. Camas, WA 98607
- 2. Issuer Name and Ticker or Trading Symbol NATUS MEDICAL INCORPORATED (BABY)
- 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary) N/A
- 4. Statement for Month/Year 3/21/03
- If Amendment, Date of Original (Month/Year) 5.

6. Relationship of Reporting Person(s) to Issuer (Check all applicable) /X/ Director Officer (give title below) / / // 10% Owner // Other (specify below) N/A

7. Individual or Joint/Group Filing (Check Applicable Line) /X/ Form filed by One Reporting Person / / Form filed by More than One Reporting Person

> Table 1 -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

- Title of Security (Instr. 3) 1. Common Stock
- 2. Transaction Date(s) (Month/Day/Year) All 3/21/03
- Transaction Code (Instr. 8) 3. All J
- 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Amount (Shares) (A) or (D) Price per share \_\_\_\_\_ \_\_\_\_\_ \_\_\_\_\_ \_\_\_\_\_ D i.
  - 3/21/03 273,004

## Edgar Filing: NIERENBERG DAVID - Form 4

х.	3/21/03		30,857	D
	3/21/03		239,050	A
	. 3/21/03		30,857	A
xii	. 3/21/03		33,954	А
5.	Amount of	Securi		ficially Owned at End of Month (Instr. 3 and 4) (1) (6.1%)
6.	Ownership	Form:	Direct (	D) or Indirect (I) (Instr. 4)
•••	i.	D:	584,396	
	ii.	D		by The Nierenberg Family 1993 Trust 19605 N.E. 8th Street, Camas, Washington 98607
	iii.	I:	22 600	by Haredale, Ltd.
	±±±•	±•	22,000	P.O. Box N-4465, Nassau, New Providence,
				The Bahamas
	iv.	I:	10 700	by James Henry Hildebrandt
	10.	±•	10,700	c/o Bain & Company, Tenth Floor, One Pacific
				Place, 88 Queensway, Hong Kong
	v.	I:	6 300	by Toxford Corporation
	v •	±•	0,000	P.O. Box 3048, St. Andrews House, Le Bordage,
				St. Peter Port, Guernsey, Channel Islands,
				British Isles
	vi.	I:	20 000	by Olivier & Karen Roux
	V ± •	±•	20,000	Talisman Management Ltd.
				37 Ixworth Place, London SW3, England
	vii.	I:	1 500	by Henry Hooper
	V 1 1 •	±•	1,000	19605 N.E. 8th Street, Camas, Washington 98607
	viii.	I:	4 500	by Bruno Tiphine
	• + + + •	±•	1,000	92 Fellows Road, London NW3 3JG, England
	ix.	I:	7 500	by Rita & Bruno Tiphine
	±A•	±•	1,000	92 Fellows Road, London NW3 3JG, England
	х.	I:	0	by The David and Patricia Nierenberg 1993
	×.	±•	0	Irrevocable Trust, 6/11/93,
				Lawrence K. Orr, Trustee
	xi.	D:	239 050	by The D3 Family Retirement Fund, LP
	A1.	υ.	237,030	19605 N.E. 8th Street, Camas, Washington 98607
	xii.	D:	64 811	by The D3 Children's Fund, LP
	****	<i>D</i> .	01,011	19605 N.E. 8th Street, Camas, Washington 98607
				19005 N.H. OCH SCIECC, Camas, Washington 90007

 Nature of Indirect Beneficial Ownership (Instr. 4) Mr. Nierenberg has sole voting and dispositive power over the shares listed.

(1) Each of these transactions represents a change in the form of ownership of the issuer's securities by the reporting person and not an acquisition or sale of any shares of the issuer for value. In prior reports, the reporting person reported beneficial ownership of 857,400 shares held by The D3 Family Fund, LP. The D3 Family Fund LP distributed pro rata to certain limited partners a total of 273,004 shares of the issuer. These limited partners of The D3 Family Fund then contributed their distributed shares of the issuer to The D3 Family Retirement Fund, LP and The D3 Children's Fund, LP in the amounts of 239,050 and 33,954 shares, respectively. In prior reports, the reporting person reported beneficial ownership of 30,857 shares of the issuer held by The David and Patricia Nierenberg 1993 Irrevocable Trust (the "Trust"). The Trust contributed its 30,857 shares of the issuer to The D3 Children's Fund, LP of which it is now a limited partner.

 Title of Derivative Security (Instr. 3) Stock options for non-employee directors

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

## Edgar Filing: NIERENBERG DAVID - Form 4

2. Conversion or Exercise Price of Derivative Security N/A 3. Transaction Date (Month/Day/Year) N/A 4. Transaction Code (Instr. 8) N/A 5. Number of Derivative Securities Acquired (A) or Disposed of (D) N/A Date Exercisable and Expiration Date (Month/Day/Year) 6. N/A 7. Title and Amount of Underlying Securities (Instr. 3 and 4) Common stock 8. Price of Derivative Security (Instr. 5) \$4.15 -- \$11.00 9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4) 40,000 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) 30,000 D 10,000 I 11. Nature of Indirect Beneficial Ownership (Instr. 4) Options owned by The D3 Family Fund, L.P. for whom Mr. Nierenberg is the President and General Partner. Explanation of Responses:

anation of Response N/A

/s/ DAVID NIERENBERG 3/24/03
-----\*\* Signature of Reporting Person 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 provided is insufficient, see Instruction 6 for procedure.

Potential person(s) 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.