

HIRERIGHT INC
Form 4
August 21, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
Pickell Robert J

(Last) (First) (Middle)

C/O HIRERIGHT, INC., 5151 CALIFORNIA AVENUE

(Street)

IRVINE, CA 92617

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
HIRERIGHT INC [HIRE]

3. Date of Earliest Transaction (Month/Day/Year)
08/20/2008

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)
VP, Mktng & Product Mgmt

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	08/20/2008		A ⁽¹⁾	491	A \$ 9.5	3,491	D
Common Stock	08/21/2008		D ⁽²⁾	3,491	D \$ 19.75	0	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)

Edgar Filing: HIRERIGHT INC - Form 4

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)	Amount or Number of Shares
Stock Option (right to buy)	\$ 15.435	08/21/2008		D ⁽³⁾	33,333	05/14/2007 05/14/2017	Common Stock	33,333
Stock Option (right to buy)	\$ 15	08/21/2008		D ⁽³⁾	5,555	02/07/2008 08/06/2017	Common Stock	5,555
Stock Option (right to buy)	\$ 8.16	08/21/2008		D ⁽³⁾	30,000	08/13/2008 02/13/2018	Common Stock	30,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pickell Robert J C/O HIRERIGHT, INC. 5151 CALIFORNIA AVENUE IRVINE, CA 92617			VP, Mkting & Product Mgmt	

Signatures

/s/ Robert J. Pickell 08/21/2008

**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).

Shares of common stock issued pursuant to Issuer's Employee Stock Purchase Plan on the day before the closing of the merger of a subsidiary of US Investigations Services, LLC into Issuer pursuant to an agreement and plan of merger dated June 9, 2008, as amended. The merger agreement required the termination of the plan and the issuance of common stock to participants on such date.

Edgar Filing: HIRERIGHT INC - Form 4

- In connection with the merger of a subsidiary of US Investigations Services, LLC into Issuer on August 21, 2008 pursuant to an
- (2) agreement and plan of merger dated June 9, 2008, as amended, all shares of Issuer common stock were converted into the right to receive \$19.75 per share in cash, without interest and less applicable withholding taxes.

- This option, the vesting of which was partially accelerated in connection with the merger, was cancelled in the merger in exchange for the
- (3) right to receive a cash payment equal to the difference between \$19.75 and the exercise price, multiplied by the number of shares underlying the option, without interest and less applicable withholding taxes.

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.