RADIOLOGIX INC

Form 4 June 01, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB Washington, D.C. 20549 Number:

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue.

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 See Instruction

1(b).

(Last)

(City)

Common Stock, par

value \$.0001

(Print or Type Responses)

1. Name and Address of Reporting Person * SHERMAN MICHAEL L MD

(First)

2200 ROSS AVENUE, SUITE 3600

(Street)

(State)

(Middle)

(Zip)

2. Issuer Name and Ticker or Trading Symbol

RADIOLOGIX INC [RGX]

3. Date of Earliest Transaction

(Month/Day/Year) 06/01/2006

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB APPROVAL

Expires:

response...

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

X Director 10% Owner Officer (give title Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

DALLAS, TX 75201-2776

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

Code (Month/Day/Year) (Instr. 8)

4. Securities TransactionAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A) Transaction(s) or (Instr. 3 and 4)

Code V Amount (D) Price

80.068

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)

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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. Transactic Code (Instr. 8)	5. conNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year	5. Date Exercisable and Expiration Date Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Director Stock Option (Right to Buy)	\$ 12					12/20/1997(1)	11/19/2007	Common Stock, par value \$.0001	5,000	
Director Stock Option (Right to Buy)	\$ 12					12/26/1997(2)	11/25/2007	Common Stock, par value \$.0001	30,000	
Director Stock Option (Right to Buy)	\$ 12					01/26/1998(3)	01/25/2008	Common Stock, par value \$.0001	5,000	
Director Stock Option (Right to Buy)	\$ 3.75					02/06/2000(4)	01/05/2010	Common Stock, par value \$.0001	20,000	
Director Stock Option (Right to Buy)	\$ 5.3					10/19/2001(5)	09/18/2011	Common Stock, par value \$.0001	10,000	
Director Stock Option (Right to Buy)	\$ 13.05					07/11/2002 <u>(6)</u>	06/10/2012	Common Stock, par value \$.0001	10,000	
Director Stock Option (Right to	\$ 3.52					07/10/2003(7)	06/09/2013	Common Stock, par value \$.0001	10,000	

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Duy)					
Director Stock Option (Right to Buy)	\$ 4.45	08/15/2004(8)	07/14/2014	Common Stock, par value \$.0001	10,000
Director Stock Option (Right to Buy)	\$ 4.3	08/27/2004(8)	07/26/2014	Common Stock, par value \$.0001	10,000
Director Restricted Stock Unit (Right to Buy)	\$ 4.08	06/02/2005 <u>(9)</u>	<u>(9)</u>	Common Stock, par value \$.0001	11,029

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
SHERMAN MICHAEL L MD					
2200 ROSS AVENUE	X				
SUITE 3600	Λ				
DALLAS, TX 75201-2776					

Signatures

Ruw)

/s/ Michael L. 06/01/2006 Sherman, M.D.

**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).
- (1) Fully vested as of November 20, 1998.
- (2) Fully vested as of November 26, 2000.
- (3) Fully vested as of January 26, 1998.
- (4) Fully vested as of January 6, 2004.
- (5) Fully vested as of September 19, 2002.
- (6) Fully vested as of June 11, 2003.
- (7) Fully vested as of June 10, 2004.
- (8) This option becomes exercisable as to 1/12th of the option shares per month for 12 months.
- (9) The derivative securities included in the table are restricted stock units (RSUs) that are granted to independent directors automatically each year under the Radiologix, Inc. 2004 Long-Term Incentive Compensation Plan (LTICP). RSUs are scheduled to vest in full on the one year anniversary of the grant date, but at that time they will convert automatically into deferred stock units (DSUs). They will remain

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deferred until one year after the reporting person's retirement, resignation, or termination from Board service, or a change in control of Radiologix, as defined in the 2004 LTICP. DSUs do not have an expiration date. Unvested RSUs are subject to forfeiture if the reporting person ceases to serve on the Board of Directors at any time during the year following the grant date.

Remarks:

This amendment is being filed to correct typographical errors in the conversion price and number of shares underlying the RSN 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.