

ATHENAHEALTH INC  
Form 3  
September 19, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 \*

Â Bush Jonathan  
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)  
09/19/2007

3. Issuer Name and Ticker or Trading Symbol  
ATHENAHEALTH INC [ATHN]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

C/O ATHENAHEALTH, INC.,Â 311 ARSENAL STREET

(Street)

WATERTOWN,Â MAÂ 02472

(City) (State) (Zip)

(Check all applicable)

Director  10% Owner  
 Officer  Other  
(give title below) (specify below)  
CEO and President

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 Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	698,650	D	Â
Common Stock	250,000	I	See Footnote. (1)
Common Stock	15,000	I	See Footnote. (2)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial
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(Instr. 4)	Date Exercisable	Expiration Date	Derivative Security (Instr. 4) Title	Amount or Number of Shares	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)
Stock Option (Right to Buy)	03/18/2001 <sup>(3)</sup>	03/18/2011	Common Stock	65,000	\$ 0.62	D	Â
Stock Option (Right to Buy)	08/01/2003 <sup>(4)</sup>	08/01/2013	Common Stock	50,000	\$ 0.62	D	Â
Stock Option (Right to Buy)	08/01/2003 <sup>(5)</sup>	08/01/2013	Common Stock	130,849	\$ 0.62	D	Â
Stock Option (Right to Buy)	02/06/2004 <sup>(6)</sup>	02/06/2014	Common Stock	100,000	\$ 0.62	D	Â
Stock Option (Right to Buy)	04/27/2005 <sup>(7)</sup>	04/27/2015	Common Stock	10,000	\$ 3.5	D	Â
Stock Option (Right to Buy)	04/27/2005 <sup>(7)</sup>	04/27/2015	Common Stock	285,537	\$ 3.5	D	Â
Stock Option (Right to Buy)	07/27/2006 <sup>(8)</sup>	07/27/2016	Common Stock	50,000	\$ 6.16	D	Â
Stock Option (Right to Buy)	03/15/2007 <sup>(9)</sup>	03/15/2017	Common Stock	45,000	\$ 7.39	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bush Jonathan C/O ATHENAHEALTH, INC. 311 ARSENAL STREET WATERTOWN, MA 02472	Â X	Â	Â CEO and President	Â

## Signatures

/s/ Christopher E. Nolin  
Attorney-in-Fact

09/19/2007

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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) These shares are owned by The Bush 2004 Gift Trust, the beneficiaries of which are certain of Mr. Bush's children.
- (2) These shares are owned by The Jonathan J. Bush, Jr. 2007 Grantor Retained Annuity Trust, the beneficiaries of which are Mr. Bush and certain of his children.
- (3)

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100% of the options in this grant were exercisable on March 18, 2001; 100% of the options in this grant were vested as of February 1, 2005.

(4) 100% of the options in this grant were exercisable on August 1, 2003; 100% of the options in this grant were vested as of January 1, 2007.

(5) 100% of the options in this grant were exercisable on August 1, 2003; 100% of the options in this grant were vested as of July 1, 2007.

(6) 100% of the options in this grant were exercisable on February 6, 2004; 60% of the options in this grant vest in equal monthly installments until the third anniversary of the vesting start date of February 1, 2004 and the remaining 40% vest in equal monthly installments until fully vested on the fourth anniversary.

(7) 100% of the options in this grant were exercisable on April 27, 2005; 25% of the options vest yearly on the anniversary of the vesting start date of January 9, 2005 until fully vested on the fourth anniversary.

(8) 100% of the options in this grant were exercisable on July 27, 2006; 25% of the options vest yearly on the anniversary of the vesting start date of July 27, 2006 until fully vested on the fourth anniversary.

(9) 100% of the options in this grant were exercisable on March 15, 2007; 25% of the options vest yearly on the anniversary of the vesting start date of January 1, 2007 until fully vested on the fourth anniversary.

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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