

ATHENAHEALTH INC
Form 4
September 25, 2007

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
OAK INVESTMENT PARTNERS
IX L P

(Last) (First) (Middle)

C/O OAK INVESTMENT
PARTNERS, ONE GORHAM
ISLAND

(Street)

WESTPORT, CT 06880

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
09/25/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

___ Form filed by One Reporting Person
X 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	09/25/2007		C		4,457,942	A	\$ 0
					4,457,942	D (1)	
Common Stock	09/25/2007		C		47,512	A	\$ 0
					47,512	D (2)	
Common Stock	09/25/2007		C		107,004	A	\$ 0
					107,004	D (3)	
Common Stock	09/25/2007		S		445,795 (4)	D	\$ 18
					4,012,147	D (1)	
Common Stock	09/25/2007		S		4,751 (4)	D	\$ 18
					42,761	D (2)	

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Common Stock 09/25/2007 S 10,700 ⁽⁴⁾ D \$ 18 96,304 D ⁽³⁾

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

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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)	
					V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Series A-1 preferred stock	<u>(5)</u>	09/25/2007		C		82,153	09/25/2007	<u>(6)</u>	Common Stock	82,153
Series A-1 preferred stock	<u>(5)</u>	09/25/2007		C		875	09/25/2007	<u>(6)</u>	Common Stock	875
Series A-1 preferred stock	<u>(5)</u>	09/25/2007		C		1,972	09/25/2007	<u>(6)</u>	Common Stock	1,972
Series D preferred stock	<u>(5)</u>	09/25/2007		C		4,207,013	09/25/2007	<u>(6)</u>	Common Stock	4,207,013
Series D preferred stock	<u>(5)</u>	09/25/2007		C		44,839	09/25/2007	<u>(6)</u>	Common Stock	44,839
Series D preferred stock	<u>(5)</u>	09/25/2007		C		100,980	09/25/2007	<u>(6)</u>	Common Stock	100,980
Series E preferred stock	<u>(5)</u>	09/25/2007		C		168,776	09/25/2007	<u>(6)</u>	Common Stock	168,776
Series E preferred	<u>(5)</u>	09/25/2007		C		1,798	09/25/2007	<u>(6)</u>	Common Stock	1,798

