

PER SE TECHNOLOGIES INC

Form 4

January 29, 2007

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MACNAB CRAIG

2. Issuer Name **and** Ticker or Trading
Symbol
PER SE TECHNOLOGIES INC
[PSTI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O JDN PEALTY CORP, 359
EAST PACES FERRY RD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/26/2007

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

ATLANTA, GA 30305

(City) (State) (Zip)

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

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. 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)
Common stock	01/26/2007		D	5,000	D	\$ 28 (1)	0

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
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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. 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)		8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title		Amount or Number of Shares
Stock option	\$ 11.06	01/26/2007		D	10,000	<u>(2)</u>	01/31/2013	Common stock		10,000
Stock option	\$ 12.22	01/26/2007		D	10,000	<u>(2)</u>	05/02/2013	Common stock		10,000
Stock option	\$ 8.844	01/26/2007		D	10,000	<u>(2)</u>	05/08/2013	Common stock		10,000
Stock option	\$ 12.92	01/26/2007		D	10,000	<u>(2)</u>	06/07/2014	Common stock		10,000
Stock option	\$ 18.238	01/26/2007		D	10,000	<u>(2)</u>	05/18/2015	Common stock		10,000
Stock option	\$ 26.752	01/26/2007		D	10,000	<u>(2)</u>	05/25/2016	Common stock		10,000
Deferred stock units	<u>(3)</u>	01/26/2007		D	19,418	<u>(4)</u>	<u>(4)</u>	Common stock		19,418

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MACNAB CRAIG C/O JDN PEALTY CORP 359 EAST PACES FERRY RD ATLANTA, GA 30305	X

Signatures

Craig Macnab 01/29/2007
 **Signature of Date
 Reporting Person

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) Disposed of pursuant to a merger between issuer and McKesson Corporation in exchange for \$28 cash.

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- (2) Pursuant to a merger between the issuer and McKesson Corporation, each option was cancelled in exchange for cash equal to \$28 less the exercise price multiplied by the number of shares subject to each option grant.
- (3) Each DSU is equivalent to one share of issuer common stock.
- (4) Each DSU was assumed by McKesson and replaced with McKesson common stock in an amount equal to the number of underlying issuer common shares multiplied by .5005 (the ratio of \$28 to \$55.94, the closing price of McKesson stock on the date of closing).

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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