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PROXYMED INC /FT LAUDERDALE/

Form 4

January 08, 2002

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

( ) Check this box if no longer subject to Section 16.  
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person  
 Hardy, A. Thomas  
 c/o 2555 Davie Road, Suite 110  
 Fort Lauderdale, FL 33317  
 USA
2. Issuer Name and Ticker or Trading Symbol  
 ProxyMed, Inc.  
 PILL
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year  
 12/31/2001
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 ( ) Director ( ) 10% Owner (X) Officer (give title below) ( ) Other  
 (specify below)  
 Senior Vice Pres., Laboratory Services
7. Individual or Joint/Group Filing (Check Applicable Line)  
 (X) 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           | 2. Transaction Date | 3. Transaction Code | 4. Securities Acquired (A) or Disposed of (D)<br>Amount | 5. Amount of Securities Beneficially Owned at End of Month<br>Price |
|--------------------------------|---------------------|---------------------|---|---|
| Common Stock, \$.001 par value | 12/26/01            | C                   | V 22,988*   | A \$13.05* 41,142**   |

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Derivative Security | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date | 4. Transaction Code | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>Amount | 6. Date Exercisable and Expiration Date<br>Date of Exercise | 7. Title and Amount of Underlying Securities<br>Title and Number of Shares | 8. Percentage of Total Underlying Securities<br>of |
|---------------------------------|--|---------------------|---------------------|--|---|--|--|
| Series C 7% Conv. Pref          | \$13.05  | 12/26/01            | C                   | V 20,000**   | D 09/15/01 N/A  | Common Stock 20,000*   | \$15.00  |

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|             |  |     |  |  |  |     |  |  |   |   |
|-------------|--|-----|--|--|--|-----|--|--|---|---|
| erred Stock |  | /01 |  |  |  | /01 |  |  | * | * |
| -----       |  |     |  |  |  |     |  |  |   |   |
|             |  |     |  |  |  |     |  |  |   |   |

Explanation of Responses:

\*Issued as a result of Reporting Person's participating in a Conversion Offering dated 12/12/01 applicable to holders of Series C 7% Convertible Preferred Stock. A total of 2,988 of these shares are restricted securities unless or until such time as the shares are registered.

\*\*Adjusted to reflect the 1-for-15 reverse stock split on 8/21/01. Amount of Securities Beneficially Owned at End of Month also includes dividend shares acquired since last report.

SIGNATURE OF REPORTING PERSON

A. Thomas Hardy

DATE

January 8, 2002