

GREENWAY MEDICAL TECHNOLOGIES INC

Form 4

November 04, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Esslinger William G. Jr.

2. Issuer Name and Ticker or Trading Symbol  
GREENWAY MEDICAL TECHNOLOGIES INC [GWAY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
100 GREENWAY BOULEVARD  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
11/04/2013

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
VP, GC and Secretary

CARROLLTON, GA 30117

(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. 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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	11/04/2013		D	V	35,057 \$ 20.35	0	D
Common Stock	11/04/2013		D		616 \$ 20.35	0	I By IRA
Common Stock	11/04/2013		D		1,748 \$ 20.35	0	I By Spouse's IRA

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**

SEC 1474 (9-02)

displays a currently valid OMB control number.

**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)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 5.19	11/04/2013		D	5,000	<u>(1)</u> 11/04/2019	Common Stock	5,000
Stock Option (right to buy)	\$ 6.92	11/04/2013		D	20,000	<u>(2)</u> 06/30/2020	Common Stock	20,000
Stock Option (right to buy)	\$ 6.92	11/04/2013		D	2,500	<u>(3)</u> 10/18/2020	Common Stock	2,500
Stock Option (right to buy)	\$ 7.09	11/04/2013		D	2,133	<u>(4)</u> 02/01/2021	Common Stock	2,133
Stock Option (right to buy)	\$ 7.09	11/04/2013		D	11,067	<u>(5)</u> 02/01/2021	Common Stock	11,067
Stock Option (right to buy)	\$ 11.58	11/04/2013		D	7,500	<u>(6)</u> 06/28/2021	Common Stock	7,500
Stock Option (right to buy)	\$ 13.31	11/04/2013		D	2,500	<u>(7)</u> 07/14/2021	Common Stock	2,500
Stock Option (right to buy)	\$ 16.25	11/04/2013		D	36,000	<u>(8)</u> 05/30/2022	Common Stock	36,000

buy)

Stock

Option (right to buy)	\$ 15.99	11/04/2013	D	32,000	<u>(9)</u>	09/24/2022	Common Stock	32,000
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Stock

Option (right to buy)	\$ 5.19	11/04/2013	D	43,330	<u>(10)</u>	09/15/2019	Common Stock	43,330
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Esslinger William G. Jr. 100 GREENWAY BOULEVARD CARROLLTON, GA 30117			VP, GC and Secretary	

## Signatures

/s/ William G. Esslinger, Jr.	11/04/2013
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          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) This option, which is fully vested, was canceled in the merger in exchange for a cash payment of \$75,800, representing the difference between the exercise price of the option and \$20.35 per share of the underlying Greenway Medical Technologies, Inc. common stock.
- (2) This option, which is fully vested, was canceled in the merger in exchange for a cash payment of \$268,600, representing the difference between the exercise price of the option and \$20.35 per share of the underlying Greenway Medical Technologies, Inc. common stock.
- (3) This option, with 25% vesting on August 4, 2011 and the remainder vesting over three years thereafter in monthly installments, was canceled in the merger in exchange for a cash payment of \$33,575, representing the difference between the exercise price of the option and \$20.35 per share of the underlying Greenway Medical Technologies, Inc. common stock.
- (4) This option, which is fully vested, was canceled in the merger in exchange for a cash payment of \$28,283.58, representing the difference between the exercise price of the option and \$20.35 per share of the underlying Greenway Medical Technologies, Inc. common stock.
- (5) This option, with 25% vesting on February 1, 2012 and the remainder vesting over three years thereafter in monthly installments, was canceled in the merger in exchange for a cash payment of \$146,748.42, representing the difference between the exercise price of the option and \$20.35 per share of the underlying Greenway Medical Technologies, Inc. common stock.
- (6) This option, with 25% vesting on June 28, 2012 and the remainder vesting over three years thereafter in monthly installments, was canceled in the merger in exchange for a cash payment of \$65,775, representing the difference between the exercise price of the option and \$20.35 per share of the underlying Greenway Medical Technologies, Inc. common stock.
- (7) This option, with 25% vesting on July 14, 2012 and the remainder vesting over three years thereafter in monthly installments, was canceled in the merger in exchange for a cash payment of \$17,600, representing the difference between the exercise price of the option and \$20.35 per share of the underlying Greenway Medical Technologies, Inc. common stock.
- (8) This option, with 25% vesting on May 30, 2013 and the remainder vesting over three years thereafter in equal monthly installments, was canceled in the merger in exchange for a cash payment of \$147,600, representing the difference between the exercise price of the option and \$20.35 per share of the underlying Greenway Medical Technologies, Inc. common stock.

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- (9) This option, with 25% vesting on September 24, 2013 and the remainder vesting over three years thereafter in equal monthly installments, was canceled in the merger in exchange for a cash payment of \$139,520, representing the difference between the exercise price of the option and \$20.35 per share of the underlying Greenway Medical Technologies, Inc. common stock.
- (10) This option, which is fully vested, was canceled in the merger in exchange for a cash payment of \$656,882.8, representing the difference between the exercise price of the option and \$20.35 per share of the underlying Greenway Medical Technologies, Inc. common stock.

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.