

Soifer Scott
Form 4
September 20, 2012

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Soifer Scott

2. Issuer Name **and** Ticker or Trading
Symbol
INTEGRAMED AMERICA INC
[INMD]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
INTEGRAMED AMERICA,
INC., TWO MANHATTANVILLE
ROAD

3. Date of Earliest Transaction
(Month/Day/Year)
09/20/2012

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
Exec VP Operations & Admin.

(Street)
PURCHASE, NY 10577

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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	09/20/2012		X		1,911	A	\$ 11.2	39,688	D	
Common Stock	09/20/2012		X		11,200	A	\$ 8.06	50,888	D	
Common Stock	09/20/2012		X		11,000	A	\$ 7.95	61,888	D	
Common Stock	09/20/2012		X		10,314	A	\$ 8.1	72,202	D	
	09/20/2012		M		7,716	A	<u>(1)</u>	79,918	D	

Edgar Filing: Soifer Scott - Form 4

Common
Stock

Common Stock 09/20/2012 D 79,918 D \$ 14.05 0 D

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 number.

SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option	\$ 11.2	09/20/2012		X	1,911	01/02/2009 01/02/2018	Common Stock 1,911
Stock Option	\$ 8.06	09/20/2012		X	11,200	07/23/2009 07/23/2018	Common Stock 11,200
Stock Option	\$ 7.95	09/20/2012		X	11,000	01/04/2011 ⁽²⁾ 01/04/2020	Common Stock 11,000
Stock Option	\$ 8.1	09/20/2012		X	10,314	09/20/2012 01/03/2022	Common Stock 10,314
Restricted Stock Award	⁽¹⁾	09/20/2012		M	7,716	09/20/2012 09/20/2012	Common Stock 7,716

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Soifer Scott INTEGRAMED AMERICA, INC. TWO MANHATTANVILLE ROAD PURCHASE, NY 10577	Exec VP Operations & Admin.

Signatures

/s/ Scott Soifer

09/20/2012

**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) Each Restricted Stock Award represented a contingent right to receive one share of IntegraMed America, Inc. Common Stock.
- (2) Based on a merger of the Company, vesting for shares was accelerated.

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.