

PEAD PHILIP M
Form 4
August 26, 2010

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
PEAD PHILIP M

2. Issuer Name **and** Ticker or Trading
Symbol
ALLSCRIPTS HEALTHCARE
SOLUTIONS, INC. [MDRX]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
222 MERCHANDISE MART
PLAZA, SUITE 2024

3. Date of Earliest Transaction
(Month/Day/Year)
08/24/2010

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chr of the Bod & Mem sen Mana

(Street)
CHICAGO, IL 60654

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

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/24/2010		A		189,676	A	189,676

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

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information contained in this form are not
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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 Underlying Sec (Instr. 3 and 4)
Option to buy	\$ 12.32	08/24/2010		A	540,000	08/24/2010 ⁽²⁾	Common Stock
Performance Stock Units ⁽⁴⁾	\$ 0	08/24/2010		A	30,000 ⁽⁵⁾	⁽⁴⁾ 03/15/2013	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PEAD PHILIP M 222 MERCHANDISE MART PLAZA SUITE 2024 CHICAGO, IL 60654	X		Chr of the Bod & Mem sen Mana	

Signatures

/s/ Kathie Kittner by power of attorney for Philip M.
Pead

08/26/2010

 **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) Received pursuant to the Agreement and Plan of Merger, dated as of June 9, 2010, among Allscripts-Misys Healthcare Solutions, Inc. (which has changed its name to Allscripts Healthcare Solutions, Inc.) ("Allscripts"), Arsenal Merger Corp. and Eclipsys Corporation (the "Merger Agreement") in exchange for 136,179 shares held directly, and 21,884 Deferred Stock Units of Eclipsys Corporation. On the effective date of the merger, the closing price of Allscripts Healthcare Solutions, Inc. common stock was \$17.47 per share.
- (2) As of the effective time of the merger, the options were fully vested pursuant to the terms of Mr. Pead's employment agreement.
- (3) Received pursuant to the Merger Agreement in exchange for a stock option to acquire 450,000 shares of Eclipsys Corporation common stock for \$14.78 per share.
- (4) Each Performance Stock Unit ("PSU") represents a contingent right to receive a number of shares of Allscripts common stock ranging from zero to 2.7, depending upon Eclipsys' total shareholder return ("TSR") compared to the TSRs of a group of pre-selected companies in the healthcare technology and software industries over a performance period commencing on March 15, 2010 ending on August 24, 2010, the effective date of the merger.
- (5) Assumes Eclipsys' TSR was at the 50th percentile of the comparison group. Actual payout for PSUs can range from 0% to 270% of the amount shown depending upon relative TSRs for the performance period.
- (6) Received pursuant to the Merger Agreement in exchange for an identical number of performance share units payable in Eclipsys Corporation 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.

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