

MERGE HEALTHCARE INC  
Form 4  
August 16, 2010

**FORM 4**

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

OMB APPROVAL

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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 \*  
Merrick RIS, LLC

2. Issuer Name and Ticker or Trading Symbol  
MERGE HEALTHCARE INC  
[MRGE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
08/12/2010

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

233 NORTH MICHIGAN AVENUE, SUITE 2330

(Street)

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

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

CHICAGO, IL 60601

(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  | (D)  | Price   |
| Common Stock                    | 08/12/2010                           |  | P                              |   | 700   | A  | \$ 2.55   |
| Common Stock                    | 08/12/2010                           |  | P                              |   | 4,500   | A  | \$ 2.56   |
| Common Stock                    | 08/12/2010                           |  | P                              |   | 3,400   | A  | \$ 2.57   |
| Common Stock                    | 08/12/2010                           |  | P                              |   | 500   | A  | \$ 2.58   |
| Common Stock                    | 08/12/2010                           |  | P                              |   | 1,700   | A  | \$ 2.59   |

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|              |            |   |       |   |           |            |   |
|--------------|------------|---|-------|---|-----------|------------|---|
| Common Stock | 08/12/2010 | P | 8,100 | A | \$ 2.6    | 30,764,237 | D |
| Common Stock | 08/12/2010 | P | 7,300 | A | \$ 2.61   | 30,771,537 | D |
| Common Stock | 08/12/2010 | P | 100   | A | \$ 2.62   | 30,771,637 | D |
| Common Stock | 08/12/2010 | P | 200   | A | \$ 2.63   | 30,771,837 | D |
| Common Stock | 08/12/2010 | P | 100   | A | \$ 2.64   | 30,771,937 | D |
| Common Stock | 08/12/2010 | P | 200   | A | \$ 2.65   | 30,772,137 | D |
| Common Stock | 08/12/2010 | P | 300   | A | \$ 2.66   | 30,772,437 | D |
| Common Stock | 08/12/2010 | P | 100   | A | \$ 2.6675 | 30,772,537 | D |
| Common Stock | 08/12/2010 | P | 200   | A | \$ 2.67   | 30,772,737 | D |
| Common Stock | 08/12/2010 | P | 200   | A | \$ 2.68   | 30,772,937 | D |
| Common Stock | 08/12/2010 | P | 897   | A | \$ 2.69   | 30,773,834 | D |
| Common Stock | 08/12/2010 | P | 803   | A | \$ 2.7    | 30,774,637 | D |
| Common Stock | 08/13/2010 | P | 406   | A | \$ 2.56   | 30,775,043 | D |
| Common Stock | 08/13/2010 | P | 2,900 | A | \$ 2.57   | 30,777,943 | D |
| Common Stock | 08/13/2010 | P | 986   | A | \$ 2.58   | 30,778,929 | D |
| Common Stock | 08/13/2010 | P | 3,393 | A | \$ 2.59   | 30,782,322 | D |
| Common Stock | 08/13/2010 | P | 615   | A | \$ 2.6    | 30,782,937 | D |
| Common Stock | 08/13/2010 | P | 736   | A | \$ 2.61   | 30,783,673 | D |
| Common Stock | 08/13/2010 | P | 2,800 | A | \$ 2.62   | 30,786,473 | D |
| Common Stock | 08/13/2010 | P | 1,464 | A | \$ 2.63   | 30,787,937 | D |
|              | 08/13/2010 | P | 200   | A | \$ 2.64   | 30,788,137 | D |

|  |            |  |   |     |   |         |            |   |                                   |
|--|------------|--|---|-----|---|---------|------------|---|-----------------------------------|
| Common Stock                                       |            |  |   |     |   |         |            |   |                                   |
| Common Stock                                       | 08/13/2010 |  | P | 200 | A | \$ 2.65 | 30,788,337 | D |                                   |
| Series A Non-Voting Preferred Stock <sup>(1)</sup> |            |  |   |     |   |         | 10,000     | D |                                   |
| Common Stock                                       |            |  |   |     |   |         | 500,000    | I | Subsidiary Holding <sup>(2)</sup> |

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

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(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 of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Merrick RIS, LLC<br>233 NORTH MICHIGAN AVENUE<br>SUITE 2330<br>CHICAGO, IL 60601   |               | X         |         |       |
| FERRO MICHAEL W JR<br>233 NORTH MICHIGAN AVENUE<br>SUITE 2330<br>CHICAGO, IL 60601 | X             | X         |         |       |

## Signatures

Julie Ann B. Schumitsch, by Power of Attorney for Merrick RIS, LLC 08/16/2010

\_\_Signature of Reporting Person Date

Julie Ann B. Schumitsch, by Power of Attorney for Michael W. Ferro, Jr. 08/16/2010

\_\_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) On April 27, 2010, Merge Healthcare Incorporated issued an aggregate of 41,750 shares of Series A Non-voting Preferred Stock, par value \$0.01 per share and 7,515,000 shares of its Common Stock, par value \$0.01 per share, for a total purchase price of approximately \$41,750,000.
  - (2) Shares issued to and held by Merrick Healthcare Solutions, LLC, an Indiana limited liability company ("Merrick Healthcare") as consideration of the purchase price of the acquisition by Merge Healthcare Incorporated of the assets of and relating to the Olivia Greets business line previously owned by Merrick Healthcare, a subsidiary operation of Merrick Ventures, LLC, a private investment firm, of which Merrick RIS is also a subsidiary. Merrick RIS is not a beneficial owner of these shares held by Merrick Healthcare.

### Remarks:

The reporting persons are Merrick RIS, LLC ("Merrick"), a Delaware limited liability company, and Michael W. Ferro, Jr. ("M

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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