Lyle Mark Form 3 July 02, 2010

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

(Last)

Lyle Mark

1. Title of Security

(Instr. 4)

(First)

(Middle)

Statement

(Month/Day/Year)

06/24/2010

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Emdeon Inc. [EM]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O EMDEON INC., Â 3055 LEBANON PIKE, SUITE 1000

(Street)

10% Owner Director _X__ Officer Other (give title below) (specify below)

(Check all applicable)

Senior VP, Pharmacy Services

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

4. Nature of Indirect Beneficial

NASHVILLE, ÂTNÂ 37214

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

Ownership (Instr. 5)

Direct (D) or Indirect (I)

(Instr. 5)

Class A common stock I By Lyle Holdings LP 421,607

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security**

Conversion or Exercise

Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

(Instr. 4) Price of Derivative Security: Title

Direct (D) Security

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|-----------------------------|---------------------|--------------------|----------------------|----------------------------------|---------------|----------------------------|---|
| Stock Option (right to buy) | (1) | 08/11/2019 | Class A common stock | 80,000 | \$ 15.5 | D | Â |
| Stock Option (right to buy) | (2) | 03/11/2020 | Class A common stock | 19,200 | \$ 16.51 | D | Â |
| Restricted Stock Units | (3) | (3) | Class A common stock | 5,000 | \$ <u>(4)</u> | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--|---------------|-----------|------------------------------------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| Lyle Mark C/O EMDEON INC. 3055 LEBANON PIKE, SUITE 1000 NASHVILLE, TN 37214 | Â | Â | Senior VP, Pharmacy Services | Â | | |

Signatures

/s/ Denise Ceule, Attorney o7/02/2010 in Fact

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) The options will vest in equal annual installments over a four year period from the date of grant beginning on August 11, 2010.
- (2) The options will vest in equal annual installments over a four year period from the date of grant beginning on March 11, 2011.
- (3) The restricted stock units will vest in equal annual installments over a four year period from the date of grant beginning March 11, 2011.
- (4) Each restricted stock unit represents a contingent right to receive one share of Class A 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.

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