

EPSTEIN STEVEN B
Form 4
May 27, 2011

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 *
EPSTEIN STEVEN B

2. Issuer Name **and** Ticker or Trading
Symbol
Emergency Medical Services CORP
[EMS]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

10105 IRON GATE ROAD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/25/2011

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

POTOMAC, MD 20854

(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock	05/25/2011		D		13,200	D	0

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 of Underlying Securities (Instr. 3 and 4)	8. Pr Deriv Secur (Instr	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(2)	05/25/2011		D	8,000	(3)	(3)	Class A Common Stock	8,000
Restricted Stock Units	(2)	05/25/2011		D	2,705	(3)	(3)	Class A Common Stock	2,705
Restricted Stock Units	(2)	05/25/2011		D	4,145	(3)	(3)	Class A Common Stock	4,145
Restricted Stock Units	(2)	05/25/2011		D	3,018	(3)	(3)	Class A Common Stock	3,018
Restricted Stock Units	(2)	05/25/2011		D	2,325	(3)	(3)	Class A Common Stock	2,325

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EPSTEIN STEVEN B 10105 IRON GATE ROAD POTOMAC, MD 20854		X		

Signatures

/s/ Carl F. Berglind, as
attorney-in-fact

05/26/2011

__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) Disposed of pursuant to the merger agreement dated as of February 13, 2011, by and among the issuer, CDRT Acquisition Corporation and CDRT Merger Sub, Inc. in exchange for the merger consideration of \$64.00 per share in cash.

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- (2) Each Restricted Stock Unit represents the right to receive one share of the issuer's Class A Common Stock.

Pursuant to the merger agreement, the Restricted Stock Units became vested in full at the effective time of the merger (to the extent not

- (3) previously vested) and were cancelled in exchange for a cash payment equal to \$64.00 times the number of shares of Class A Common Stock subject to such Restricted Stock Units.

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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