

DIMICK NEIL F
Form 4
January 05, 2009

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 *
DIMICK NEIL F

2. Issuer Name **and** Ticker or Trading
Symbol
ALLIANCE IMAGING INC /DE/
[AIQ]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
100 BAYVIEW CIRCLE, SUITE
400

3. Date of Earliest Transaction
(Month/Day/Year)
12/31/2008

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

(Street)
NEWPORT BEACH, CA 92660

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/31/2008		M		8,421	A	<u>11</u> 8,421
Restricted Stock	12/31/2008		A		11,318	A	\$ 0 19,739
Common Stock	01/02/2009		M		26,403.692	A	<u>4</u> \$ 46,142.692
Common Stock	01/02/2009		D		26,403.692	D	\$ 8.06 19,739

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Restricted Stock	<u>(1)</u>	12/31/2008		M		8,421		12/31/2008	12/31/2008	Common Stock	
Phantom Stock	<u>(2)</u>	12/31/2008		A		1,097.867		01/02/2009	01/02/2009	Common Stock	1,
Phantom Stock	<u>(2)</u> <u>(4)</u>	01/02/2009		M		26,403.692		01/02/2009	01/02/2009	Common Stock	26

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
DIMICK NEIL F 100 BAYVIEW CIRCLE SUITE 400 NEWPORT BEACH, CA 92660	X

Signatures

Eli H. Glovinsky 01/05/2009
 **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) Reflects vesting and conversion on 12/31/2008 of 8,421 restricted stock units granted to reporting person on 12/31/2007. Vested restricted stock units converted into shares of the issuer's common stock on a one-for-one basis.
- (2) The phantom shares are each equivalent to one share of the issuer's common stock.
- (3) The phantom stock units were accrued under the issuer's Directors' Deferred Compensation Plan during the fourth quarter of 2008 7.97 per phantom share

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- (4) Reflects settlement of phantom stock for cash.

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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