

MERGE HEALTHCARE INC  
 Form 4  
 May 23, 2014

**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 \*  
**KOENIG NANCY J**

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)  
**350 NORTH ORLEANS  
 STREET,, FIRST FLOOR**  
 (Street)  
**CHICAGO, IL 60654**  
 (City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)  
**05/21/2014**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Chief Operating Officer**

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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/21/2014		M <sup>(1)</sup>		42,587	A	\$ 0.68	64,747	D	
Common Stock	05/21/2014		S		17,898	D	\$ 2.1	46,849	D	
Common Stock	05/21/2014		S		700	D	\$ 2.105	46,149	D	
Common Stock	05/21/2014		S		3,716	D	\$ 2.11	42,433	D	
Common Stock	05/21/2014		S		900	D	\$ 2.12	41,533	D	

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Common Stock	05/22/2014	M <sup>(2)</sup>	50,812	A	\$ 0.68	92,345	D
Common Stock	05/22/2014	S	5,533	D	\$ 2.1	86,812	D
Common Stock	05/22/2014	S	100	D	\$ 2.105	86,712	D
Common Stock	05/22/2014	S	5,000	D	\$ 2.11	81,712	D
Common Stock	05/22/2014	S	100	D	\$ 2.1109	81,612	D
Common Stock	05/22/2014	S	6,600	D	\$ 2.12	75,012	D
Common Stock	05/22/2014	S	700	D	\$ 2.125	74,312	D
Common Stock	05/22/2014	S	100	D	\$ 2.1281	74,212	D
Common Stock	05/22/2014	S	2,032	D	\$ 2.13	72,180	D
Common Stock	05/22/2014	S	1,397	D	\$ 2.14	70,783	D
Common Stock	05/22/2014	S	100	D	\$ 2.1412	70,683	D
Common Stock	05/22/2014	S	200	D	\$ 2.145	70,483	D
Common Stock	05/22/2014	S	2,824	D	\$ 2.15	67,659	D
Common Stock	05/22/2014	S	100	D	\$ 2.1545	67,559	D
Common Stock	05/22/2014	S	300	D	\$ 2.155	67,259	D
Common Stock	05/22/2014	S	1,700	D	\$ 2.16	65,559	D
Restricted Common Stock						350,000	D

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

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(9-02)

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**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 Beneficially (Instr. 5)
				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
KOENIG NANCY J 350 NORTH ORLEANS STREET, FIRST FLOOR CHICAGO, IL 60654	X		Chief Operating Officer	

## Signatures

/s/ Julie Ann B. Schumitsch, by Power of Attorney for Nancy J. Koenig 05/23/2014

\_\_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) In connection with this stock option exercise, shares were sold to cover the payment of the exercise price and the applicable taxes due upon exercise. After such sales, the total amount of stock retained was 19,373.
- (2) In connection with this stock option exercise, shares were sold to cover the payment of the exercise price and the applicable taxes due upon exercise. After such sales, the total amount of stock retained was 24,026.

### Remarks:

Performing option exercise prior to the June 3, 2014 expiration.

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.