Edgar Filing: NIERENBERG DAVID - Form 4

NIERENBEI	RG DAVID											
Form 4												
April 08, 200)5											
FORM	4								OMB AI	PPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									OMB Number:	3235-0287		
Check this box if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP O							Expires:	January 31				
						NERSHIP OF	Estimated average burden hours per					
Section 16. SECURITIES												
Form 4 o Form 5	Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,								response	0.5		
obligation	ns Section						•	1935 or Section	n			
may cont <i>See</i> Instru	inue.		of the In	•	•	• •			-			
1(b).												
(Print or Type F	Responses)											
1. Name and A NIERENBE	2. Issuer Name and Ticker or Trading Symbol				g	5. Relationship of Reporting Person(s) to Issuer						
			NATUS	NATUS MEDICAL INC [BABY]					(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction						n un uppriouoro)			
19605 NE 8	TH STREET		(Month/D 04/06/20	-				Director Officer (give below)	titleOtho below)			
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
			Filed(Mon	th/Day/Year)			Applicable Line) _X_ Form filed by 0	One Reporting Pe	erson		
CAMAS, W	A 98607							Form filed by M Person				
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecuri	ties Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	and3.4. Securities Acquireda Date, ifTransaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)Day/Year)(Instr. 8)				of (D)	Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				
Common Stock	04/06/2005			Р	10,000 (1)	A	\$ 7.75	2,623,614	D			
Common Stock	04/07/2005			Р	50,000 (1)	А	\$ 7.74	2,673,614	D			
Common Stock	04/08/2005			Р	4,300 (1)	А	\$ 7.7	2,677,914	D			

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

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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)	4. Transacti Code (Instr. 8)	5. orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	Date	Amou Unde Secur	le and unt of rlying tities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Add	ress	Relationships							
I B	Director	10% Owner	Officer	Other					
NIERENBERG DAVID 19605 NE 8TH STREET CAMAS, WA 98607		Х							
Signatures									
David Nierenberg	04/08/2005								
<u>**</u> 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) The D3 Family Fund, LP, the D3 Family Retirement Fund, LP and the D3 Offshore Fund, LP purchased these shares.

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.