

MERGE HEALTHCARE INC  
 Form 4  
 August 13, 2012

**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 \*  
**BROWN DENNIS**

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)  
 200 EAST RANDOLPH STREET, SUITE 2435  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 08/09/2012

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

CHICAGO, IL 60601

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.		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	(D)			
Common Stock	08/09/2012		Z <sup>(1)</sup>	V	227,670	D	\$ 0 35,070	I	Trust <sup>(2)</sup>
Common Stock	08/09/2012		Z <sup>(1)</sup>	V	227,670	A	\$ 0 227,670	I	Trust <sup>(3)</sup>
Common Stock	08/09/2012		Z <sup>(4)</sup>	V	149,187	D	\$ 0 0	I	Trust <sup>(5)</sup>
Common Stock	08/09/2012		Z <sup>(4)</sup>	V	149,187	A	\$ 0 376,857	I	Trust <sup>(3)</sup>
Common Stock	08/13/2012		Z <sup>(6)</sup>	V	376,857	D	\$ 0 0	I	Trust <sup>(3)</sup>

Common Stock 08/13/2012 Z(6) V 376,857 A \$ 0 376,857 I Trust (7)

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)	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 Beneficially Owned Following Transaction (Instr. 6)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BROWN DENNIS 200 EAST RANDOLPH STREET SUITE 2435 CHICAGO, IL 60601		X		

## Signatures

/s/ Julie Ann B. Schumitsch, by Power of Attorney for Dennis Brown 08/13/2012

\_\_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).
- Transfer of shares of Merge Healthcare Incorporated Common Stock by the Maureen Brown 2011 Grantor Retained Annuity Trust, of
- (1) which the spouse of Mr. Brown is the grantor and Mr. Brown is the trustee, the beneficial ownership of which Mr. Brown disclaims, to the Maureen Brown Revocable Trust u/a dated 09/09/1999, the beneficial ownership of which Mr. Brown disclaims.
- (2)

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Shares of Merge Healthcare Common Stock held by the Maureen Brown 2011 Grantor Retained Annuity Trust, of which the spouse of Mr. Brown is the grantor and Mr. Brown is the trustee, the beneficial ownership of which Mr. Brown disclaims.

- (3) Shares of Merge Healthcare Common Stock held by the Maureen Brown Revocable Trust u/a dtd 09/09/1999, the beneficial ownership of which Mr. Brown disclaims.

Transfer of shares of Merge Healthcare Common Stock held by the Dennis Brown Revocable Trust u/a dated 09/09/1999, of which Mr.

- (4) Brown is the trustee and the beneficiary, the beneficial ownership of which Mr. Brown disclaims, to the trust of Mr. Brown's wife, the Maureen Brown Revocable Trust u/a dated 09/09/1999, the beneficial ownership of which Mr. Brown disclaims.

- (5) Shares of Merge Healthcare Common Stock held by the Dennis Brown Revocable Trust u/a dated 09/09/1999, of which Mr. Brown is the trustee and the beneficiary, the beneficial ownership of which Mr. Brown disclaims.

Transfer of shares of Merge Healthcare Incorporated Common Stock by the Maureen Brown Revocable Trust u/a dated 09/09/1999, the

- (6) beneficial ownership of which Mr. Brown disclaims, to the Maureen Brown 2012 Grantor Retained Annuity Trust, of which the spouse of Mr. Brown is the grantor and Mr. Brown is the trustee, the beneficial ownership of which Mr. Brown disclaims.

- (7) Shares of Merge Healthcare Common Stock held by the Maureen Brown 2012 Grantor Retained Annuity Trust, of which the spouse of Mr. Brown is the grantor and Mr. Brown is the trustee, the beneficial ownership of which Mr. Brown disclaims.

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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