

SOMANETICS CORP  
Form 4  
September 29, 2005

**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 \*  
SPADAFORE DOMINIC J

(Last) (First) (Middle)

C/O SOMANETICS CORPORATION, 1653 EAST MAPLE ROAD

(Street)

TROY, MI 48083

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
SOMANETICS CORP [SMTS]

3. Date of Earliest Transaction (Month/Day/Year)  
09/27/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)  
V.P., Sales and Marketing

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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
Common Shares	09/27/2005		M			20,000	A	\$ 2.3	23,500	D	
Common Shares	09/27/2005		S			2,918	D	\$ 23.76	20,582	D	
Common Shares	09/27/2005		S			400	D	\$ 23.9	20,182	D	
Common Shares	09/27/2005		S			1,700	D	\$ 23.91	18,482	D	
Common Shares	09/27/2005		S			100	D	\$ 23.94	18,382	D	

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Common Shares	09/27/2005	S	1,088	D	\$ 24	17,294	D
Common Shares	09/27/2005	S	100	D	\$ 24.01	17,194	D
Common Shares	09/27/2005	S	200	D	\$ 24.03	16,994	D
Common Shares	09/27/2005	S	1,943	D	\$ 24.09	15,051	D
Common Shares	09/27/2005	S	500	D	\$ 24.21	14,551	D
Common Shares	09/27/2005	S	100	D	\$ 24.35	14,451	D
Common Shares	09/27/2005	S	93	D	\$ 24.36	14,358	D
Common Shares	09/27/2005	S	1,719	D	\$ 24.39	12,639	D
Common Shares	09/27/2005	S	100	D	\$ 24.4	12,539	D
Common Shares	09/27/2005	S	100	D	\$ 24.41	12,439	D
Common Shares	09/27/2005	S	300	D	\$ 24.44	12,139	D
Common Shares	09/27/2005	S	1,139	D	\$ 24.45	11,000	D
Common Shares	09/27/2005	S	100	D	\$ 24.5	10,900	D
Common Shares	09/28/2005	S	3,115	D	\$ 23.5	7,785	D
Common Shares	09/28/2005	S	900	D	\$ 23.51	6,885	D
Common Shares	09/28/2005	S	100	D	\$ 23.57	6,785	D
Common Shares	09/28/2005	S	2,700	D	\$ 23.86	4,085	D
Common Shares	09/28/2005	S	100	D	\$ 23.87	3,985	D
Common Shares	09/28/2005	S	205	D	\$ 23.88	3,780	D
Common Shares	09/28/2005	S	200	D	\$ 23.91	3,580	D
	09/28/2005	S	80	D		3,500	D

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Common Shares \$ 23.92

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee stock option (right to buy)	\$ 2.3	09/27/2005		M	20,000	<u>(1)</u> 08/01/2012	Common Shares 20,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SPADAFORE DOMINIC J C/O SOMANETICS CORPORATION 1653 EAST MAPLE ROAD TROY, MI 48083			V.P., Sales and Marketing	

## Signatures

Dominic J. Spadafore 09/29/2005  
 \*\*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 option vested in three equal annual installments beginning August 1, 2003.

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