

GREENWAY MEDICAL TECHNOLOGIES INC
 Form 4
 February 09, 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 *
 Pamlico Capital II, L.P.

2. Issuer Name and Ticker or Trading Symbol
 GREENWAY MEDICAL TECHNOLOGIES INC [GWAY]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 C/O PAMLICO CAPITAL, 150 NORTH COLLEGE STREET, SUITE 2400
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/07/2012

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

CHARLOTTE, NC 28202
 (City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___ Form filed by One Reporting Person
 ___X___ 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)
Common Stock	02/07/2012		C	3,441,542 A	\$ 4,618,012	I	See footnotes (1) (2)
Common Stock	02/07/2012		P	666,667 A	\$ 10 5,284,679	I	See footnotes (1) (2)

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)
Series B Convertible Preferred Stock	(3)	02/07/2012		C	2,781,044 (3)	(3) (3)	Common Stock 2,781,044

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pamlico Capital II, L.P. C/O PAMLICO CAPITAL 150 NORTH COLLEGE STREET, SUITE 2400 CHARLOTTE, NC 28202		X		
Pamlico Capital GP II LLC C/O PAMLICO CAPITAL 150 NORTH COLLEGE STREET, SUITE 2400 CHARLOTTE, NC 28202		X		

Signatures

Pamlico Capital II, L.P., /s/ Kristy Burleigh	02/08/2012
<u> </u> **Signature of Reporting Person	Date
Pamlico Capital GP II, LLC., /s/ Watts Hamrick	02/08/2012
<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).

The sole general partner of Pamlico Capital II, L.P. is Pamlico Capital GP II LLC (together with Pamlico Capital II, L.P., the "Reporting Persons"). The managing members of Pamlico Capital GP II are Scott B. Perper, L. Watts Hamrick, III and Frederick W. Eubank, II and (1) all matters relating to the voting or disposition of the shares beneficially owned by Pamlico Capital II, L.P. require the approval of a majority of such managing members. Scott B. Perper, L. Watts Hamrick, III and Frederick W. Eubank, II each disclaim beneficial ownership of the shares beneficially owned by Pamlico Capital II, L.P.

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- Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein, except to the extent of such Reporting Person's pecuniary interest therein. The filing of this statement shall not be deemed to be an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the Reporting Persons are the beneficial owners of any securities reported herein.
- (2)

- Each share of Series B Convertible Preferred Stock automatically converted into one share of common stock in connection with the completion of the Company's initial public offering and had no expiration date. In connection with the conversion, Pamlico Capital II, L.P. also received 660,498 shares as an additional payment in accordance with the terms of the Series B Convertible Preferred Stock.
- (3)

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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