

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2006-01-05** | Period of Report: **2006-01-03**
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REPORTING OWNER

THURMAN RANDY H

CIK: **1204059**

Type: **4** | Act: **34** | File No.: **001-16121** | Film No.: **06511742**

Business Address
CLOSURE MEDICAL CORP.
5250 GREANS DAIRY RD.
RALEIGH NC 27616

ISSUER

VIASYS HEALTHCARE INC

CIK: **1123361** | IRS No.: **043505871** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **3841** Surgical & medical instruments & apparatus

Mailing Address
MILLENIUM III, SUITE 200
227 WASHINGTON STREET
CONSHOHOCKEN PA 19428

Business Address
MILLENIUM III, SUITE 200
227 WASHINGTON STREET
CONSHOHOCKEN PA 19428
610-862-0800

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person THURMAN RANDY H			2. Issuer Name and Ticker or Trading Symbol VIASYS HEALTHCARE INC [VAS]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chairman, President & CEO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/03/2006			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
C/O VIASYS HEALTHCARE INC., 227 WASHINGTON STREET, SUITE 200			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) CONSHOHOCKEN, PA 19428								
(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. 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 Stock							13,000	D		
Common Stock	01/03/2006		M		700	A	\$14.23	13,700	D	
Common Stock	01/03/2006		S ⁽¹⁾		700	D	\$25	13,000	D	
Common Stock	01/03/2006		M		600	A	\$14.23	13,600	D	
Common Stock	01/03/2006		S ⁽¹⁾		600	D	\$25.03	13,000	D	
Common Stock	01/03/2006		M		1,400	A	\$14.23	14,400	D	
Common Stock	01/03/2006		S ⁽¹⁾		1,400	D	\$25.04	13,000	D	
Common Stock	01/03/2006		M		400	A	\$14.23	13,400	D	
Common Stock	01/03/2006		S ⁽¹⁾		400	D	\$25.05	13,000	D	
Common Stock	01/03/2006		M		800	A	\$14.23	13,800	D	
Common Stock	01/03/2006		S ⁽¹⁾		800	D	\$25.06	13,000	D	
Common Stock	01/03/2006		M		1,200	A	\$14.23	14,200	D	
Common Stock	01/03/2006		S ⁽¹⁾		1,200	D	\$25.07	13,000	D	
Common Stock	01/03/2006		M		900	A	\$14.23	13,900	D	
Common Stock	01/03/2006		S ⁽¹⁾		900	D	\$25.08	13,000	D	
Common Stock	01/03/2006		M		1,500	A	\$14.23	14,500	D	

Common Stock	01/03/2006		<u>S</u> ⁽¹⁾	1,500	D	\$25.09	13,000	D	
Common Stock	01/03/2006		<u>M</u>	900	A	\$14.23	13,900	D	
Common Stock	01/03/2006		<u>S</u> ⁽¹⁾	900	D	\$25.1	13,000	D	
Common Stock	01/03/2006		<u>M</u>	800	A	\$14.23	13,800	D	
Common Stock	01/03/2006		<u>S</u> ⁽¹⁾	800	D	\$25.11	13,000	D	
Common Stock	01/03/2006		<u>M</u>	3,300	A	\$14.23	16,300	D	
Common Stock	01/03/2006		<u>S</u> ⁽¹⁾	3,300	D	\$25.12	13,000	D	
Common Stock	01/03/2006		<u>M</u>	2,600	A	\$14.23	15,600	D	
Common Stock	01/03/2006		<u>S</u> ⁽¹⁾	2,600	D	\$25.13	13,000	D	
Common Stock	01/03/2006		<u>M</u>	2,700	A	\$14.23	15,700	D	
Common Stock	01/03/2006		<u>S</u> ⁽¹⁾	2,700	D	\$25.14	13,000	D	
Common Stock	01/03/2006		<u>M</u>	3,900	A	\$14.23	16,900	D	
Common Stock	01/03/2006		<u>S</u> ⁽¹⁾	3,900	D	\$25.15	13,000	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$14.23	01/03/2006		<u>M</u>			60,000	⁽²⁾	05/15/2011	Common Stock	60,000	⁽³⁾	770,000	D	
Stock Option (Right to Buy)	\$19.7							⁽⁴⁾	05/09/2012	Common Stock	130,000		130,000	D	
Stock Option (Right to Buy)	\$13.99							⁽⁵⁾	02/13/2013	Common Stock	250,000		250,000	D	
Stock Option (Right to Buy)	\$17.52							⁽⁶⁾	11/10/2014	Common Stock	104,000		104,000	D	

Explanation of Responses:

- The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 14, 2005.
- The option vest in three equal installments annually, beginning on May 15, 2002.
- The exercise price of the option is disclosed in Table II Column 2.
- The option vest in three equal installments annually, beginning on May 9, 2003.
- The option vest in three equal installments annually, beginning on February 13, 2004.
- The option vest in three equal installments annually, beginning on November 10, 2005.

Remarks:

Form 1 of 3 for Transaction date of 1/3/2006

Signatures

By: Catherine A. Petko Limited Power of Attorney For: Randy Thurman

01/05/2006

** Signature of Reporting Person

Date

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

* 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).

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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