

Clyde Todd P
 Form 4
 January 19, 2012

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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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 *
 Clyde Todd P

(Last) (First) (Middle)
 13950 STOWE DRIVE
 (Street)

POWAY, CA 92064

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 DIGIRAD CORP [DRAD]

3. Date of Earliest Transaction (Month/Day/Year)
 01/17/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 President, CEO & CFO

6. Individual or Joint/Group Filing(Check Applicable Line)
 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock ⁽¹⁾ | 01/17/2012 | | M | 5,239 A | \$ 0 | 52,182 | D |
| Common Stock | 01/17/2012 | | F | 5,239 D | \$ 1.9022 | 46,943 | 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) | 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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Restricted Stock Units | <u>(1)</u> | 01/17/2012 | | M | 2,620 | <u>(2)</u> 02/16/2013 | Common Stock | 2,620 |
| Restricted Stock Units | <u>(1)</u> | 01/17/2012 | | M | 2,619 | <u>(3)</u> <u>(3)</u> | Common Stock | 2,619 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Clyde Todd P 13950 STOWE DRIVE POWAY, CA 92064 | X | | President, CEO & CFO | |

Signatures

/s/ Todd P.
Clyde

01/19/2012

**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).

(1) Each restricted stock unit represents a contingent right to receive one share of Digirad common stock.

One twelfth (1/12th) of the 75,000 restricted stock units (RSUs) subject to the award vest and become payable on the first day of each calendar quarter following the date of grant (February 16, 2010), as long as the reporting person remains a service provider on such dates.

(2) Vested shares will be delivered as soon as practicable after the RSU vests, and in no event later than the tenth (10th) business day following the applicable vesting date.

One twelfth (1/12th) of the 75,000 restricted stock units (RSUs) subject to the award shall vest and become payable on the first day of each calendar quarter following the date of grant (December 31, 2010), as long as the reporting person remains a service provider through each such date. Once vested, the RSUs shall nevertheless not be issued until the first to occur of: (1) the end of each quarter when one twelfth (1/12th) of the RSU award vests; or (2) termination of service as a service provider.

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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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