

Hrenko George  
Form 3  
June 16, 2010

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

## INITIAL STATEMENT OF 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 \* 2. Date of Event  
Hrenko George Requiring Statement  
(Last) (First) (Middle) (Month/Day/Year)  
05/24/2010

3. Issuer Name and Ticker or Trading Symbol  
CARDIONET INC [BEAT]

4. Relationship of Reporting Person(s) to Issuer 5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer \_\_\_\_ Other  
(give title below) (specify below)  
Senior Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

227 WASHINGTON STREET,  
#300

(Street)

CONSHOHOCKEN, PA 19428

(City) (State) (Zip)

### Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities<br>Beneficially Owned<br>(Instr. 4) | 3. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial<br>Ownership<br>(Instr. 5) |
|------------------------------------|-------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------|
| Common Stock (4)                   | 24,675                                                      | D                                                                       | ^                                                           |

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect | 6. Nature of Indirect<br>Beneficial<br>Ownership<br>(Instr. 5) |
|-----------------------------------------------|----------------------------------------------------------------|--------------------------------------------------------------------------------------|--------------------------------------------------------------------|---------------------------------------------------------------------------------|----------------------------------------------------------------|
|                                               | Date<br>Exercisable                                            | Expiration<br>Date                                                                   | Title                                                              | Amount or<br>Number of                                                          |                                                                |

## Edgar Filing: Hrenko George - Form 3

|                             |            |            |              | Shares |          | (I)<br>(Instr. 5) |   |
|-----------------------------|------------|------------|--------------|--------|----------|-------------------|---|
| Stock Option (right to buy) | Â (1)      | 07/21/2018 | Common Stock | 40,000 | \$ 29.85 | D                 | Â |
| Stock Option (right to buy) | 12/15/2009 | 03/04/2019 | Common Stock | 2,900  | \$ 23.58 | D                 | Â |
| Stock Option (right to buy) | Â (2)      | 08/12/2019 | Common Stock | 10,000 | \$ 6.95  | D                 | Â |
| Stock Option (right to buy) | Â (3)      | 05/10/2020 | Common Stock | 4,077  | \$ 8.79  | D                 | Â |

## Reporting Owners

| Reporting Owner Name / Address                                         | Relationships |           |                         |       |
|------------------------------------------------------------------------|---------------|-----------|-------------------------|-------|
|                                                                        | Director      | 10% Owner | Officer                 | Other |
| Hrenko George<br>227 WASHINGTON STREET, #300<br>CONSHOHOCKEN, PA 19428 | Â             | Â         | Â Senior Vice President | Â     |

## Signatures

/s/ Catherine A. Petko, by power of attorney

06/16/2010

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) Twenty-five percent (25%) of the shares subject to the option vested on June 23, 2009. 835 of the shares subject to the option vested on July 23, 2009. 833 of the shares subject to the option vested on each of August 23, September 23, October 23 and November 23, 2009. The remaining shares subject to the option vested on December 15, 2009.

(2) Twenty-five percent (25%) of the shares subject to the option shall vest in four equal annual installments commencing on August 12, 2010.

(3) Twenty-five percent (25%) of the shares subject to the option shall vest in four equal annual installments commencing on the first anniversary of the Vesting Commencement Date, December 31, 2010.

(4) Represents shares of the Issuer's common stock underlying restricted stock units (RSUs) awarded to the Reporting Person. 1,740 RSUs will vest in full on March 4, 2012, subject to accelerated vesting upon certain terminations of employment following certain corporate transactions involving the Issuer. 20,000 RSUs will vest in full on October 23, 2012, subject to accelerated vesting upon certain terminations of employment following certain corporate transactions involving the Issuer. 2,935 RSUs will vest in full on May 10, 2013, subject to accelerated vesting upon certain terminations of employment following certain corporate transactions involving the Issuer. The shares of common stock underlying the RSUs will be issued when the RSUs vest.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.