

QUADRAMED CORP  
Form 4  
May 13, 2009

**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 \*  
Blue TSV I, Ltd.

2. Issuer Name and Ticker or Trading Symbol  
QUADRAMED CORP [QDHC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O MAPLES CORPORATE SERVICES LIMITED, PO BOX 309, UGLAND HOUSE

3. Date of Earliest Transaction (Month/Day/Year)  
05/11/2009

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
 10% Owner  
\_\_\_\_ Other (specify below)

(Street)

GRAND CAYMAN, E9 KY1-1104

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

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

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
|                                 |                                      |  |                                | Code V  | Amount  |  |                                   |
| Common Stock                    | 05/11/2009                           |  | P                              | 3,000   | A   | \$ 6.15  | 1,284,710 D <sup>(1)</sup>        |
| Common Stock                    | 05/12/2009                           |  | P                              | 1,000   | A   | \$ 6.16  | 1,285,710 D <sup>(1)</sup>        |
| Common Stock                    | 05/13/2009                           |  | P                              | 8,595   | A   | \$ 6.13  | 1,294,305 D <sup>(1)</sup>        |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form**

SEC 1474 (9-02)

displays a currently valid OMB control number.

**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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares                                       |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Blue TSV I, Ltd.<br>C/O MAPLES CORPORATE SERVICES LIMITED<br>PO BOX 309, UGLAND HOUSE<br>GRAND CAYMAN, E9 KY1-1104 |               | X         |         |       |
| BlueLine Capital Partners, L.P.<br>402 RAILROAD AVENUE<br>SUITE 201<br>DANVILLE, CA 94526                          |               | X         |         |       |
| BlueLine Capital Partners II, L.P.<br>402 RAILROAD AVENUE<br>SUITE 201<br>DANVILLE, CA 94526                       |               | X         |         |       |
| BlueLine Capital Partners III, LP<br>402 RAILROAD AVENUE<br>SUITE 201<br>DANVILLE, CA 94526                        |               | X         |         |       |
| BlueLine Catalyst Fund IX, L.P.<br>402 RAILROAD AVENUE<br>SUITE 201<br>DANVILLE, CA 94526                          |               | X         |         |       |
|  |               | X         |         |       |

BlueLine Partners, L.L.C.  
402 RAILROAD AVENUE  
SUITE 201  
DANVILLE, CA 94526

BlueLine Partners II, LLC  
402 RAILROAD AVENUE  
SUITE 201  
DANVILLE, CA 94526

X

## Signatures

/s/ John Steven Kraus, for Blue TSV I, LTD 05/13/2009  
\*\*Signature of Reporting Person Date

/s/ Scott A. Shuda, by power of attorney for all other reporting 05/13/2009  
persons Date  
\*\*Signature of Reporting Person

## 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) See Footnote 1 in Remarks

### Remarks:

(1) These securities are owned by Blue TSV I, LTD, who is a member of a "group" with BlueLine Capital Partners, L.P., BlueLine Capital Partners II, L.P., BlueLine Capital Partners III, L.P., BlueLine Catalyst Fund IX, L.P., BlueLine Partners, L.L.C., the sole general partner of BlueLine Capital Partners, L.P., BlueLine Capital Partners II, L.P. and BlueLine Catalyst Fund IX, L.P., and BlueLine Partners II, L.L.C., the sole general partner of BlueLine Capital Partners III, L.P.

The filing of this statement shall not be deemed an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, any Reporting Person is the beneficial owner of any Common Stock covered by this statement.

As described in the Schedule 13D filing made on January 23, 2009, as amended by Amendment No. 1 to Schedule 13D filed on March 6, 2009, and Amendment No. 2 to Schedule 13D filed on March 24, 2009, with respect to the Common Stock owned by Blue TSV I, LTD, BlueLine Capital Partners, L.P., BlueLine Capital Partners II, L.P., BlueLine Capital Partners III, L.P., BlueLine Catalyst Fund IX, L.P., BlueLine Partners, L.L.C. and BlueLine Partners II, L.L.C., the Reporting Entities may have been deemed to be a "group" under Section 13(d) of the Securities Exchange Act and accordingly each Reporting Person may have been deemed to have beneficial ownership of 10% or more of the Common Stock.

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.