

COGGIN D GERALD
Form 5
January 22, 2013

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
Expires: January 31, 2005
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
COGGIN D GERALD
(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
NATIONAL HEALTHCARE CORP [NHC]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2012

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)
SVP, Ancillary Serv & Corp Rel

6. Individual or Joint/Group Reporting
(check applicable line)

MURFREESBORO, TN 37127
(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|--|--|---|
| Shares of Common Stock in my name and my spouse's name | 09/24/2012 | Â | G | 1,036 D \$ 0 0 ⁽¹⁾ | D | Â | |
| Shares of Common | 11/09/2012 | Â | G | 2,220 D \$ 0 0 ⁽²⁾ | D | Â | |

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Stock in my name and my spouse's name

Shares of Common Stock in my name, spouse & partnership name

Shares of Common Stock in Trust

Shares of Common Stock

Shares of Series A Convertible Preferred Stock

Shares of Series A Convertible Preferred Stock held in Trust

12/26/2012 Â G 6,032 D \$ 0 325,743 ⁽³⁾ D Â

Â Â Â Â Â Â 1,937 I Trustee of Estate Trust

Â Â Â Â Â Â 19,517 I Family Partnership

Â Â Â Â Â Â 63,181 D Â

Â Â Â Â Â Â 3,500 I Trustee of Estate Trust

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 displays a currently valid OMB control number.

SEC 2270 (9-02)

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title Amount or |

| | | | | | | | | | | Number of Shares | | |
|--|----------|---|--|---|--|---|--|---|---|-----------------------|-----------------|--------|
| Option to purchase Common Stock | \$ 46.69 | ^ | | ^ | | ^ | | ^ | ^ | 12/04/2012 02/29/2016 | Common Stock | 32,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|----------------------------------|
| | Director | 10% Owner | Officer | Other |
| COGGIN D GERALD 1942 DILTON-MANKIN ROAD MURFREESBORO, TN 37127 | ^ | ^ | ^ | SVP, Ancillary Serv & Corp Rel ^ |

Signatures

D. Gerald
Coggin

01/22/2013

**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) Transaction totaled on the third line below.
- (2) Transaction totaled on the line below.
- (3) Includes 30 shares acquired pursuant to the Employee Stock Purchase Plan, 2012 Plan Year.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.