

HEALTHSTREAM INC  
Form 8-K  
November 23, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): November 23, 2011**

**HealthStream, Inc.**

**(Exact name of registrant as specified in its charter)**

**Tennessee**  
**(State or Other Jurisdiction**

**of Incorporation)**

**000-27701**  
**(Commission**

**File Number)**

**62-1443555**  
**(I.R.S. Employer**

**Identification No.)**

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**209 10th Avenue South, Suite 450,**

**Nashville, Tennessee**  
**(Address of principal executive offices)**

**(615) 301- 3100**

**37203**  
**(Zip Code)**

**(Registrant's telephone number, including area code)**

**Not Applicable**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- ..  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ..  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ..  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events.**

On November 23, 2011, HealthStream, Inc. (the Company ) announced the closing of its previously announced underwritten public offering consisting of 3,100,000 shares sold by the Company and 150,000 shares sold by certain selling shareholders at a price of \$16.25 per share. In addition, the underwriters fully exercised their 30-day overallotment option to purchase an additional 487,500 shares from the Company, resulting in a total sale of 3,737,500 shares.

**Item 9.01. Financial Statements and Exhibits.**

(d) *Exhibits.*

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release of HealthStream, Inc. dated November 23, 2011

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

HEALTHSTREAM, INC.

Date: November 23, 2011

By: /s/ Gerard M. Hayden, Jr.  
Gerard M. Hayden, Jr.  
Chief Financial Officer

**INDEX TO EXHIBITS**

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