## Edgar Filing: SHMERLING MICHAEL D - Form 4

| SHMERLING M<br>Form 4<br>March 16, 2018                                  | IICHAEL  | D  |  |              |   |  |   |  |              |  |  |
|--|--|--|--|--------------|---|--|---|--|--------------|--|--|
| FORM 4   | L  |  |  |              |   |  |   | -  | PPROVAL      |  |  |
|  | SECURITIES AND EXCHANGE COMMISSION<br>Washington, D.C. 20549 |  |  |              | OMB<br>Number:                                      | 3235-0287  |   |  |              |  |  |
| Check this bo:<br>if no longer<br>subject to<br>Section 16.<br>Form 4 or |  | EMENT OI                                       | OF CHANGES IN BENEFICIAL OWNERSHIP OF<br>SECURITIES                              |              |   |  |   | Expires:<br>Estimated a<br>burden hou<br>response                    | urs per      |  |  |
| Form 5<br>obligations<br>may continue.<br>See Instruction<br>1(b).       | Section 1  | 7(a) of the l                                  | Public Uti   | ility Hold   | ing Com   |  | ge Act of 1934,<br>f 1935 or Sectic<br>40   |  | 0.0          |  |  |
| (Print or Type Respo   | onses)   |  |  |              |   |  |   |  |              |  |  |
| 1. Name and Address of Reporting Person <u>*</u><br>SHMERLING MICHAEL D  |  | -  | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>HEALTHSTREAM INC [HSTM] |              |   | 5. Relationship of Reporting Person(s) to Issuer |   |  |              |  |  |
| (Last)   | (First)  | (Middle)                                       | 3. Date of Earliest Transaction  |              |   |  | (Check all applicable)  |  |              |  |  |
| 618 CHURCH STREET, SUITE 200<br>(Street)                                 |  |  | (Month/Day/Year)<br>03/15/2018   |              |   |  | X Director<br>Officer (give<br>below)   | ve title 10% Owner<br>Other (specify<br>below)                       |              |  |  |
|  |  |  | 4. If Amendment, Date Original Filed(Month/Day/Year)                             |              |   |  | <ul><li>6. Individual or Joint/Group Filing(Check</li><li>Applicable Line)</li><li>_X_ Form filed by One Reporting Person</li></ul> |  |              |  |  |
| NASHVILLE, 7   | ГN 37219   |  |  |              |   |  | Form filed by I<br>Person   | More than One Re   | eporting     |  |  |
| (City)   | (State)  | (Zip)  | Table  | e I - Non-Do | erivative S   | ecurities Ac                                     | quired, Disposed o  | f, or Beneficial   | lly Owned    |  |  |
| Security (M<br>(Instr. 3)  |  | Date 2A. Dee<br>ar) Executic<br>any<br>(Month/ | med  | 3.           | 4. Securit<br>mAcquired<br>Disposed<br>(Instr. 3, 4 | ies<br>(A) or<br>of (D)                          | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)                  | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of |  |  |
| Common<br>Stock  |  |  |  |              |   |  | 110,530   | D  |              |  |  |

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | e 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | Code   | 5. Number<br>ionof Derivativ<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | ve Expiration Da<br>(Month/Day/<br>of | Date               | 7. Title and A<br>Underlying S<br>(Instr. 3 and 4 | Securities                             | 8. Pr<br>Deriv<br>Secu<br>(Inst |
|---|---|---|---|--------|---|---------------------------------------|--------------------|---|--|---------------------------------|
|   |   |   |   | Code V | 7 (A) (D  | D) Date<br>Exercisable                | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |                                 |
| Restricted<br>Share<br>Units                        | \$ 0 <u>(1)</u>   | 03/15/2018                              |   | А      | 2,636   | (2)                                   | (3)                | Common<br>Stock                                   | 2,636                                  | \$                              |

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## **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |         |       |  |  |
|--|---------------|-----------|---------|-------|--|--|
|  | Director      | 10% Owner | Officer | Other |  |  |
| SHMERLING MICHAEL D<br>618 CHURCH STREET<br>SUITE 200<br>NASHVILLE, TN 37219 | Х             |           |         |       |  |  |
| Signatures   |               |           |         |       |  |  |
| -<br>Michael D   |               |           |         |       |  |  |

Shmerling 03/16/2018

<u>\*\*</u>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 share unit (RSU) represents the contingent right to receive one share of common stock upon vesting of the unit.
- (2) The RSU's are subject to a three year vesting schedule, contingent upon continued service at the time of vesting. The RSU's vest annually beginning March 15, 2019 in three equal installments.

(3) Not applicable.

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.