

Coady Trisha L
 Form 3
 December 17, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Coady Trisha L | | (Month/Day/Year) | HEALTHSTREAM INC [HSTM] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 12/14/2018 | | |
| 209 10TH AVENUE | | | (Check all applicable) | |
| SOUTH, SUITE 450 | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (Street) | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| | | | SVP & GM, Clinical Solutions | |
| NASHVILLE, TN | | 37203 | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 1,660 | D | |

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

SEC 1473 (7-02)

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

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

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (1) (Instr. 5) | |
|------------------------|------------------|-----------------|--------------|----------------------------|----------|----------------------------|---|
| Restricted Share Units | Â (1) | Â (2) | Common Stock | 1,116 | \$ 0 (3) | D | Â |
| Restricted Share Units | Â (4) | Â (2) | Common Stock | 1,863 | \$ 0 (3) | D | Â |
| Restricted Share Units | Â (5) | Â (2) | Common Stock | 1,252 | \$ 0 (3) | D | Â |
| Restricted Share Units | Â (6) | Â (2) | Common Stock | 2,720 | \$ 0 (3) | D | Â |
| Restricted Share Units | Â (7) | Â (2) | Common Stock | 1,404 | \$ 0 (3) | D | Â |
| Restricted Share Units | Â (8) | Â (2) | Common Stock | 3,500 | \$ 0 (3) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Coady Trisha L 209 10TH AVENUE SOUTH SUITE 450 NASHVILLE, TN 37203 | Â | Â | Â SVP & GM, Clinical Solutions | Â |

Signatures

Trisha L. Coady 12/17/2018

__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) The RSU's are subject to a vesting schedule, contingent upon continued service at the time of vesting. 515 RSU's vest on March 17, 2019, and 601 RSU's vest on March 17, 2020.
- (2) Not applicable.
- (3) Each restricted share unit (RSU) represents the contingent right to receive one share of common stock upon vesting of the unit.
- (4) The RSU's are subject to a vesting schedule, contingent upon continued service at the time of vesting. 860 RSU's vest on August 9, 2019, and 1,003 RSU's vest on August 9, 2020.
- (5) The RSU's are subject to a vesting schedule, contingent upon continued service at the time of vesting. 295 RSU's vest on March 16, 2019, 442 RSU's vest on March 16, 2020, and 515 RSU's vest on March 16, 2021.
- (6) The RSU's are subject to a vesting schedule, contingent upon continued service at the time of vesting. 640 RSU's vest on August 16, 2019, 960 RSU's vest on August 16, 2020, and 1,120 RSU's vest on August 16, 2021.
- (7) The RSU's are subject to a four year vesting schedule, contingent upon continued service at the time of vesting. 15% vest on March 15, 2019, 20% vest on March 15, 2020, 30% vest on March 15, 2021, and the remaining 35% vest on March 15, 2022.

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- (8) The RSU's are subject to a four year vesting schedule, contingent upon continued service at the time of vesting. 15% vest on December 14, 2019, 20% vest on December 14, 2020, 30% vest on December 14, 2021, and the remaining 35% vest on December 14, 2022.

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.