HEALTHSTREAM INC

Form 4

August 14, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

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OMB APPROVAL

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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(b).

(Print or Type Responses)

may continue.

See Instruction

			2. Issuer Name and Ticker or Trading Symbol HEALTHSTREAM INC [HSTM]				ı.,s	5. Relationship of Reporting Person(s) to Issuer			
(Last) 209 10TH A	AVENUE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/13/2014			-	(Check all applicable) _X_ Director 10% Owner Officer (give title below) Other (specify below)				
	(Street)		4. If Amendment, Date Origin Filed(Month/Day/Year)			al	A	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person			
NASHVILLE, TN 37203								Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Secur	ities Acqui	ired, Disposed of,	or Beneficiall	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactic Code (Instr. 8)	4. Securi oror Dispos (Instr. 3,	sed of		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 Indirect Beneficial Ownership (Instr. 4)	
Common Stock	08/13/2014			M	15,000	A	\$ 12.23	50,000	D		
Common Stock	08/13/2014			S	11,000	D	\$ 26.048 (1)	39,000	D		

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

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$\label{thm:convertible} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	Secu Acqu (A) o Disp (D)	urities uired or posed of tr. 3, 4,	6. Date Exercis Expiration Dat (Month/Day/Y	te	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 12.23	08/13/2014		M		5,000	05/26/2012	05/26/2019	Common Stock	5,000
Employee Stock Option (right to buy)	\$ 12.23	08/13/2014		M		5,000	05/26/2013	05/26/2019	Common Stock	5,000
Employee Stock Option (right to buy)	\$ 12.23	08/13/2014		M		5,000	05/26/2014	05/26/2019	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 0	Director	10% Owner	Officer	Other			
POLLEY DALE W 209 10TH AVENUE SOUTH SUITE 450 NASHVILLE, TN 37203	X						
~	Λ						

Signatures

Dale Polley	08/14/201			
**Signature of Reporting Person	Date			

Reporting Owners 2

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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).
- This transaction was executed in multiple trades at prices ranging from \$25.99 to \$26.61. The price reported above reflects the weighted (1) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.

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.