

NATIONAL HEALTHCARE CORP  
 Form 4  
 October 07, 2015

**FORM 4**

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

OMB APPROVAL

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

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**ABERNATHY JAMES PAUL**

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

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 2102 GREENLAND DRIVE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 10/05/2015

Director  10% Owner  
 Officer (give title below)  Other (specify below)

MURFREESBORO, TN 37130  
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount (A) or Price (D)   |  |   |
| Shares of Common Stock          | 10/05/2015                           |  | M                              |   | 2,273 A \$ 45.8   | 21,210   | D   |
| Shares of Common Stock          | 10/05/2015                           |  | F                              |   | 1,630 D \$ 63.83  | 19,580   | D   |
| Shares of Common Stock          | 10/05/2015                           |  | M                              |   | 7,500 A \$ 44.8   | 27,080   | D   |
| Shares of Common                | 10/05/2015                           |  | F                              |   | 5,264 D \$ 63.83  | 21,816 <sup>(1)</sup>                                    | D   |

Stock  
Shares of  
Series A  
Convertible  
Preferred  
Stock

12,388 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.**

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(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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option to Purchase Common Stock            | \$ 45.8  | 10/05/2015                           |  | M                              | 2,273   | 05/09/2011 05/08/2016                                    | Common Stock  | 2,273                         |
| Option to Purchase Common Stock            | \$ 44.8  | 10/05/2015                           |  | M                              | 7,500   | 05/03/2012 05/02/2017                                    | Common Stock  | 7,500                         |
| Option to Purchase Common Stock            | \$ 47.45   |                                      |  |                                |   | 05/08/2013 05/07/2018                                    | Common Stock  | 7,500                         |
| Option to Purchase Common Stock            | \$ 52.93   |                                      |  |                                |   | 05/08/2014 05/07/2019                                    | Common Stock  | 7,500                         |
| Option to Purchase Common Stock            | \$ 61.25   |                                      |  |                                |   | 05/07/2015 05/06/2020                                    | Common Stock  | 7,500                         |

Stock

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| ABERNATHY JAMES PAUL<br>2102 GREENLAND DRIVE<br>MURFREESBORO, TN 37130 |               | X         |         |       |

## Signatures

/s/ J. Paul  
Abernathy

10/06/2015

\_\_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) Number of shares of Common Stock at the end of the 10/5/2015 transaction.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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