

LAROCHE RICHARD F JR
Form 4
February 08, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
LAROCHE RICHARD F JR

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)
2103 SHANNON DRIVE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/07/2012

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

MURFREESBORO, TN 37129

(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)
				(A) or (D) Code V Amount (D) Price			
Common Stock, Family LP (BFLP)					29,523	I	General Partner
Common Stock - Fam. Partnership (LR Ent.)					31,698	D	
Common Stock - Fam. Partnership (LFLP)					104,138	I	General Partner

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Common Stock - Held in my name or my wife's name	02/07/2012	S	2,000	D	\$ 48.25	164,793	D	
Shares of Series A Conv. Preferred Stock -(BFLP)						96,534	I	General Partner
Shares of Series A Conv. Preferred Stock (LR Ent.)						375,602	D	
Shares of Series A Conv. Preferred Stock- (LFLP)						425	I	General Partner
Shares of Series A Conv. Preferred Stock-Family Foundation						8,500	I	Trustee

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

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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. Pr Deri Secu (Inst	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or

						Number of Shares
Option to Purchase Common Stock	\$ 52.5	04/24/2007	04/23/2012	Common Stock		13,000
Option to Purchase Common Stock	\$ 51.5	05/01/2008	05/01/2013	Common Stock		15,000
Option to Purchase Common Stock	\$ 37.7	05/05/2009	05/04/2014	Common Stock		11,900
Option to Purchase Common Stock	\$ 45.8	05/09/2011	05/08/2016	Common Stock		7,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LAROCHE RICHARD F JR 2103 SHANNON DRIVE MURFREESBORO, TN 37129	X			

Signatures

Richard F. LaRoche, Jr.	02/08/2012
**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).

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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