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LAROCHE RICHARD F JR

Form 4 May 09, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

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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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Addr LAROCHE RI	Symbol	Symbol NATIONAL HEALTHCARE CORP				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) 2103 SHANNO	(First) ON DRIVE	(Middle)	3. Date of Ear (Month/Day/Y 05/08/2013	(ear)	action		_X_ Director Officer (give below)		Owner er (specify	
MIDEDEEOD	(Street)	7100		4. If Amendment, Date Original Filed (Month/Day/Year)			Applicable Line) _X_ Form filed by 0	Joint/Group Filing(Check y One Reporting Person More than One Reporting		
MURFREESB	ORO, TN 3	7/129					Person			
(City)	(State)	(Zip)	Table I -	Non-Deriv	vative Secu	urities Aco	quired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transacti (Month/Day	y/Year) E a	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3,	l (A) or l of (D)	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, Family LP (BFLP)							29,523	I	General Partner	
Common Stock - Fam. Partnership (LR Ent.)							31,698	D		
Common Stock - Fam. Partnership (LFLP)							96,000	I	General Partner	

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Common Stock - Held in my name or my wife's name	168,220	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.

Common

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SEC 1474

(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. Transactic Code (Instr. 8)	5. Numb proof Derive Securitie Acquired (A) or Disposed (D) (Instr. 3, and 5)	ative es d	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase	\$ 37.7						05/05/2009	05/04/2014	Common Stock	4,000

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Stock								
Option to Purchase Common Stock	\$ 45.8				05/09/2011	05/08/2016	Common Stock	7,500
Option to Purchase Common Stock	\$ 44.8				05/03/2012	05/02/2017	Common Stock	7,500
Option to Purchase Common Stock	\$ 47.45	05/08/2013	A	7,500 (1)	05/08/2013	05/07/2018	Common Stock	7,500

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
LAROCHE RICHARD F JR 2103 SHANNON DRIVE MURFREESBORO, TN 37129	X						

Signatures

Richard F. LaRoche, Jr., by Ann S. Benson,
P.O.A.

**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) These stock options were granted pursuant to the NHC 2010 Omnibus Equity Incentive Plan on May 8, 2013. The grant and exercise of these stock options are exempt from Section 16(b) pursuant to Rule 16b-3(d).

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.

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