

NATIONAL HEALTHCARE CORP  
 Form 4  
 November 04, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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 \*  
 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)  
 MURFREESBORO, TN 37129  
 (City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/03/2015  
 4. If Amendment, Date Original Filed(Month/Day/Year)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 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 Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|   |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
|   |                                      |  |                                | Code  | V   | Amount   |                                   |
| 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

172,220 D

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

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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. 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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date |   |
| Option to Purchase Common Stock            | \$ 45.8  |                                      |  |                                |   | 05/09/2011   | 05/08/2016      | Common Stock  |
| Option to Purchase Common Stock            | \$ 44.8  |                                      |  |                                |   | 05/03/2012   | 05/02/2017      | Common Stock  |
| Option to Purchase Common Stock            | \$ 47.45   |                                      |  |                                |   | 05/08/2013   | 05/07/2018      | Common Stock  |
| Option to Purchase Common Stock            | \$ 52.93   |                                      |  |                                |   | 05/08/2014   | 05/07/2019      | Common Stock  |
| Option to Purchase Common Stock            | \$ 61.25   |                                      |  |                                |   | 05/07/2015   | 05/06/2020      | Common Stock  |
| Shares of Series A Conv.                   | \$ 0   | 08/06/2015                           |  | W V                            | 2,630<br><u>(1)</u>   | 11/01/2007   | 11/03/2015      | Common Stock  |

|  |     |            |   |                |            |            |  |                 |   |
|--|-----|------------|---|----------------|------------|------------|--|-----------------|---|
| Preferred<br>Stock - (LR<br>Ent.)  |     |            |   |                |            |            |  |                 |   |
| Shares of<br>Series A<br>Conv.<br>Preferred<br>Stock - (LR<br>Ent.)            | (3) | 11/03/2015 | J | 378,232<br>(2) | 11/01/2007 | 11/03/2015 |  | Common<br>Stock | 9 |
| Shares of<br>Series A<br>Conv.<br>Preferred<br>Stock -<br>(BFLP)               | (3) | 11/03/2015 | J | 96,534<br>(2)  | 11/01/2007 | 11/03/2015 |  | Common<br>Stock | 2 |
| Shares of<br>Series A<br>Conv.<br>Preferred<br>Stock -<br>(LFLP)               | (3) | 11/03/2015 | J | 425 (2)        | 11/01/2007 | 11/03/2015 |  | Common<br>Stock |   |
| Shares of<br>Series A<br>Conv.<br>Preferred<br>Stock -<br>Family<br>Foundation | (3) | 11/03/2015 | J | 8,500 (2)      | 11/01/2007 | 11/03/2015 |  | Common<br>Stock |   |

## Reporting Owners

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

## Signatures

/s/ Richard F.  
LaRoche, Jr. 11/04/2015

\_\_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).

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- (1) This inheritance (Exempt from Section 16(b) by virtue of Rule 16b-5) is voluntarily reported early.
- (2) The reported securities were called for redemption by the issuer at a price equal to \$15.79 per share.
- (3) Convertible anytime at a ratio of 0.24204 common shares per 1.0 preferred share

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.