

Collier Michael Manning  
 Form 3  
 August 23, 2017

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Collier Michael Manning		(Month/Day/Year)	HEALTHSTREAM INC [HSTM]	
(Last)	(First)	(Middle)	08/16/2017	
209 10TH AVENUE				
SOUTH, SUITE 450				
(Street)				
NASHVILLE, TN 37203				
(City)	(State)	(Zip)		
1. Title of Security		2. Amount of Securities Beneficially Owned	3. Ownership Form:	4. Nature of Indirect Beneficial Ownership
(Instr. 4)		(Instr. 4)	Direct (D) or Indirect (I)	(Instr. 5)
Common Stock		2,590	D	

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

Director  10% Owner  
 Officer  Other  
 (give title below) (specify below)  
 SVP, BusDev and GenCounsel

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 Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,590	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (1) (Instr. 5)	
Employee Stock Option (right to buy)	08/24/2015	08/24/2019	Common Stock	2,800	\$ 11.97	D	Â
Restricted Share Units	Â <u>(1)</u>	Â <u>(2)</u>	Common Stock	417	\$ 0 <u>(3)</u>	D	Â
Restricted Share Units	Â <u>(4)</u>	Â <u>(2)</u>	Common Stock	773	\$ 0 <u>(3)</u>	D	Â
Restricted Share Units	Â <u>(5)</u>	Â <u>(2)</u>	Common Stock	881	\$ 0 <u>(3)</u>	D	Â
Restricted Share Units	Â <u>(6)</u>	Â <u>(2)</u>	Common Stock	1,459	\$ 0 <u>(3)</u>	D	Â
Restricted Share Units	Â <u>(7)</u>	Â <u>(2)</u>	Common Stock	2,436	\$ 0 <u>(3)</u>	D	Â
Restricted Share Units	Â <u>(8)</u>	Â <u>(2)</u>	Common Stock	1,473	\$ 0 <u>(3)</u>	D	Â
Restricted Share Units	Â <u>(9)</u>	Â <u>(2)</u>	Common Stock	4,500	\$ 0 <u>(3)</u>	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Collier Michael Manning 209 10TH AVENUE SOUTH SUITE 450 NASHVILLE, TN 37203	Â	Â	Â SVP, BusDev and GenCounsel	Â

## Signatures

Michael Collier                      08/23/2017

\_\_Signature of                      Date  
Reporting Person

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) The RSU's vest on March 11, 2018, contingent upon continued service at the time of vesting.
  - (2) Not applicable.
  - (3) Each restricted share unit (RSU) represents the contingent right to receive one share of common stock upon vesting of the unit.
  - (4) The RSU's are subject to a vesting schedule, contingent upon continued service at the time of vesting. 356 RSU's vest on October 6, 2017, and 417 RSU's vest on October 6, 2018.
  - (5) The RSU's are subject to a vesting schedule, contingent upon continued service at the time of vesting. 407 RSU's vest on March 10, 2018, and 474 RSU's vest on March 10, 2019.

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- (6) The RSU's are subject to a vesting schedule, contingent upon continued service at the time of vesting. 343 RSU's vest on March 17, 2018, 515 RSU's vest on March 17, 2019, and 601 RSU's vest on March 17, 2020.
- (7) The RSU's are subject to a vesting schedule, contingent upon continued service at the time of vesting. 573 RSU's vest on August 9, 2018, 860 RSU's vest on August 9, 2019, and 1,003 RSU's vest on August 9, 2020.
- (8) The RSU's are subject to a four year vesting schedule, contingent upon continued service at the time of vesting. 15% vest on March 16, 2018, 20% vest on March 16, 2019, 30% vest on March 16, 2020, and the remaining 35% vest on March 16, 2021.
- (9) The RSU's are subject to a four year vesting schedule, contingent upon continued service at the time of vesting. 15% vest on August 16, 2018, 20% vest on August 16, 2019, 30% vest on August 16, 2020, and the remaining 35% vest on August 16, 2021.

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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