

NATIONAL HEALTHCARE CORP  
 Form 5  
 February 10, 2017

# FORM 5

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).  
 Form 3 Holdings Reported Form 4 Transactions Reported

## ANNUAL 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

|  |         |          |  |  |   |  |
|--|---------|----------|--|--|---|--|
| 1. Name and Address of Reporting Person *<br>Ussery Robert Michael |         |          | 2. Issuer Name and Ticker or Trading Symbol<br>NATIONAL HEALTHCARE CORP<br>[NHC] |  | 5. Relationship of Reporting Person(s) to Issuer<br><br>(Check all applicable)  |  |
| (Last)   | (First) | (Middle) | 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)<br>12/31/2016       |  | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)<br>President & COO (formerly COO) |  |
| 2508 BELFAST COURT   |         |          | 4. If Amendment, Date Original Filed(Month/Day/Year)                             |  | 6. Individual or Joint/Group Reporting<br><br>(check applicable line)   |  |
| (Street)   |         |          |  |  |   |  |
| MURFREESBORO, TN 37129   |         |          |  |  | <input checked="" type="checkbox"/> Form Filed by One Reporting Person<br><input type="checkbox"/> Form Filed by More than One Reporting Person   |  |
| (City)   | (State) | (Zip)    |  |  |   |  |

**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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
| Shares of Common Stock owned by myself & spouse | 12/28/2016                           | ^  | G                              | 135 D \$0 0 <sup>(1)</sup>  |  | D  | ^                                 |
| Shares of Common Stock owned by                 | 12/30/2016                           | ^  | G                              | 299 D \$0 143,181 <sup>(2)</sup>                                  |  | D  | ^                                 |

myself &  
spouse

Shares of  
Common  
Stock in  
name of  
child

^ ^ ^ ^ ^ ^ 48 D ^

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. Price of Derivative Security (Instr. 5) | 9. of D Se B O E Is Fi (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---------------------------|
|  |  |                                      |  |                                | (A) (D)   | Date Exercisable Expiration Date                         | Title or Number of Shares                                     |  |                           |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |                                  |
|---|---------------|-----------|---------|----------------------------------|
|   | Director      | 10% Owner | Officer | Other                            |
| Ussery Robert Michael<br>2508 BELFAST COURT<br>MURFREESBORO, TN 37129 | ^             | ^         | ^       | ^ President & COO (formerly COO) |

## Signatures

/s/ R. Michael  
Ussery

02/09/2017

\*\*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) Transaction totaled below

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(2) Includes 211 shares acquired pursuant to the Employee Stock Purchase Plan for Plan Year 2016

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.