FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANGES	S IN BENEFICIA	L OWNERSHIP

OMB APPRO	DVAL
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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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* GORDON FRANK					2. Issuer Name and Ticker or Trading Symbol HEALTHSTREAM INC [HSTM]											Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 03/25/2024											Officer (give title below) Other (specify below)					
500 11TH AVENUE NORTH SUITE 1000				4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person																	
(Street) NASHV	ILLE T	N	37203			Pule 10h5 1(c) Transaction Indication											Form filed by More than One Reporti Person				
(City)	(S	itate)	(Zip)		$ _{\square}$	Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.														ed to	
		Та	ble I - No	n-Deriv													ed				
1. Title of Security (Instr. 3)		2. Transa Date (Month/D	action	Execution y/Year) if any		Deemed 3. True control of the contro		Transaction		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 s			(A) or	and Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Direct I	7. Nature of Indirect Beneficial Ownership			
								,,	` -	Code	v	Amount		(A) or (D)	Price	Repor Transa	Reported Transaction(s) (Instr. 3 and 4)			Instr. 4)	
Common	Stock Hole	ding		03/25	/2024					M		2,0920	(1)	A	\$0	20	14,357		D		
Common	Stock Hole	ding														10	0,000		I	Held by Crofton Capital	
Common	Stock Hole	ding														1	1,386		I ,	Held by The Joel Company	
Common	Stock Hole	ding														2	2,500		I	Custodial account for minor child - Gavin B. Gordon	
Common	Stock Hole	ding															2,500		I i	Custodial account for minor child - Cameron L. Gordon	
Common	Stock Hole	ding														:	2,000		I	Custodial account for minor child - Taylor K. Gordon	
Common	Stock Hole	ding															2,000		I 2	Frank E. Gordon 2003 Family Trust	
			Table II -	Derivat (e.g., p	tive Souts, c	ecu alls	ritie , wa	s Acc	uire s, o	ed, D	ispo	sed of, onverti	or ble	Benet secur	ficiall	y Owne					
1. Title of Derivative Security 2. Conversion Date (Month/Day/Year) 3. Transaction Date Execution Date if any (Month/Day/Year) (Month/Day/Year)				ed Date,	4. Transact Code (In 8)	tion	5. Number 6		6. D		ercisa Date	ble and	7. Title and Amount of Securities Underlying Derivative Sec (Instr. 3 and 4		ecurity	8. Price of Derivativ Security (Instr. 5)		e ss ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code \	v	(A)	(D)	Date Exe	te ercisab		xpiration ate	Title	N o	Amount or Number of Shares						

	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. Transa Code (8)		of Deri Secu Acq (A) o Disp of (D	oosed D) tr. 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative (Instr. 3 ar	f g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Share Units	\$0 ⁽²⁾	03/25/2024		М			944	(3)	(4)	Common Stock	944	\$0	0	D	
Restricted Share Units	\$0 ⁽²⁾	03/25/2024		М			1,148	(5)	(4)	Common Stock	1,148	\$0	1,149	D	

Explanation of Responses:

- 1. Shares acquired on vesting of restricted share units.
- 2. Each restricted share unit (RSU) represents the contingent right to receive one share of common stock upon vesting of the unit.
- 3. The RSU's are subject to a three year vesting schedule, contingent upon continued service at the time of vesting. The RSU's vest annually beginning March 17, 2022 in three equal installments.
- 4. Not applicable.
- 5. The RSU's are subject to a three year vesting schedule, contingent upon continued service at the time of vesting. The RSU's vest annually beginning March 23, 2023 in three equal installments.

/s/ Frank E. Gordon

03/25/2024

** Signature of Reporting Person

Date

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

- * 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.