FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL	OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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* PEARSON J EDWARD (Last) (First) (Middle) 209 10TH AVE. SOUTH SUITE 450							2. Issuer Name and Ticker or Trading Symbol HEALTHSTREAM INC [HSTM] 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner V Officer (give title Other (speci												vner
							Earli	est Tra	nsactior	n (Mor	nth/Day/Year)		X	below) Senior Vice President				,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
(Street) NASHVILLE TN 37203						f Amer	ndmer	nt, Date	e of Orig	jinal F	iled (Month/D		G. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting						
(City) (State) (Zip)																			
		Tab	le I - I	Non-Deri	vative	e Sec	uriti	ies A	cquire	ed, C	Disposed o	of, or B	enefic	ially	Owned	ł			
Date				2. Transact Date (Month/Day		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			Benefic Owned		es ially Following	Form (D) o	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership	
										v	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)
Common Stock 06/21/20				013	13		M		7,000	7,000 A \$3		39	16,905			D			
Common	Stock	tock 06/21/20			013				S		7,000(1)	D	\$24.84	453 ⁽²⁾	9,	905		D	
		7	able								sposed of s, converti				wned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		Execu if any	eemed Ition Date, h/Day/Year)	4. Transa Code (8)			6. Date Expira (Mont	ation D		7. Title and Amount of Securities Underlying Derivative Secur (Instr. 3 and 4)		De Se (Ir	Price of erivative ecurity astr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	V (A)		(D)	Date Exerci	isable	Expiration Date	Title	Amou or Numb of Share	er					
Employee Stock Option (right to	\$3.39	06/21/2013			M			7,000	06/14	1/2007	06/14/2014	Common Stock	n 7,00	00	\$0.00	3,242		D	

Explanation of Responses:

- 1. The sales reported in this Form 4 were affected pursuant to a Rule 10b5-1 sales plan adopted by the reporting person on March 20, 2013.
- 2. This transaction was executed in multiple trades at prices ranging from \$24.24 to \$25.31. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.

Remarks:

buv)

J. Edward Pearson

06/21/2013

** 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.