SEC Form 4	
------------	--

 \Box

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

-											
	OMB APPROVAL										
OMB Number: 3235-02											
	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). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

or Section 30(n) of the investment Company Act of 1940											
1. Name and Addres	, ,	son [*]	2. Issuer Name and Ticker or Trading Symbol <u>HEALTHSTREAM INC</u> [HSTM]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner							
(Last) 500 11TH AVEN	(First) NUE NORTH	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/20/2024	X	Other (specify below) nan						
SUITE 1000			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)							
(Street)				X Form filed by One Reporting Person							
NASHVILLE	TN	37203		Form filed by More Person	than C	One Reporting					
(City)	(State)	(Zip)	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.											
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. Transa Code (8)	iction Instr.	4. Securities Disposed Of 5)	f (D) (Instr. 3, 4 and		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock Holding								4,747,572	D	
Common Stock Holding								10,000	Ι	The Carolyn Marie Frist 2005 Vested Trust
Common Stock Holding								10,000	Ι	The Cate Merriman Frist 2005 Vested Trust
Common Stock Holding								10,000	I	The Eleanor Knox Frist 2005 Vested Trust
Common Stock Holding								595,000	I	Bobby and Melissa Frist Children's 2012 GST- Exempt Trust
Common Stock Holding								18,335	I	Louise Trust u/a/d 08- 16-2007
Common Stock Holding								18,334	I	Merriman Trust u/a/d 08- 16-2007
Common Stock Holding								18,334	I	Marie Trust u/a/d 08- 16-2007

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)	Code (Transaction Disposed Of (D) (Instr. 3, 4 a Code (Instr. 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D) Price (Instr. 3 and 4)		Transaction(s)		(1150.4)
Common Stock Holding								18,334	Ι	Knox Trust u/a/d 08- 16-2007
Table II. Derivative Securities Acquired Dispaced of an Paneficially Owned										

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date (Month/Dav/Year) 3A. Deemed Execution Date, if any 4. 5. Number of Original 6. Date Exercisable and Expiration Date (Month/Dav/Year) 7. Title and Amount of Securities 8. Price of Derivative Security 9. Number of Ownership Securities 10. 11. Nature of Indirect Beneficially

Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Year)	if any (Month/Day/Year)	Code (8)	Instr.	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		(Month/Day/Year)		ed		Securities Underlying Derivative Security (Instr. 3 and 4)		Security (Instr. 5)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares									
Restricted Share Units	\$0 ⁽¹⁾	03/20/2024		Α		2,800		(2)	(3)	Common Stock	2,800	\$0	2,800	D						

Explanation of Responses:

1. Each restricted share unit (RSU) represents the contingent right to receive one share of common stock upon vesting of the unit.

2. The RSUs are subject to a four year vesting schedule, contingent upon continued service at the time of vesting. 15% vest on March 20, 2025, 20% vest on March 20, 2026, 30% vest on March 20, 2027, and the remaining 35% vest on March 20, 2028.

3. Not applicable.

1. Title of Derivative

2. Conversion

> /s/ Robert A. Frist, Jr. ** Signature of Reporting Person

<u>03/21/2024</u> 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.