FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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CTATEMENT OF CHANCES IN DENETICIAL	OWNEDCLID
STATEMENT OF CHANGES IN BENEFICIAL (OWNERSHIP

OMB APPR	OVAL
OMB Number:	3235-0287
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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						Lissuer Name and Ticker of Trading Symbol HEALTHSTREAM INC [HSTM]									(Check all applicable) X Director 10% Owner				
(Last) (First) (Middle)						of Earlies 2024	t Tran	saction (M	1onth/	Day/Year)			(give title Oth		Other (s				
500 11TH AVENUE NORTH SUITE 1000			4. If	f Am	endment,	Date	of Origina	l Filed	i (Month/D	Line	e)		roup Filing (Check Applica						
(Street) NASHV	ILLE TI	N	37203												Form f Persor	iled by Mo	re than O	ne Repo	rting
(City)	(S	tate)	(Zip)		- Ru □	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													d to
		Tah	lo I - No	n Doris	/ativo	sati	sfy the affir	mative	defense c	onditio	ons of Rule	10b5-1	(c). See	Instruction	on 10.				
Table I - No. 1. Title of Security (Instr. 3)				2. Transa Date (Month/E	action	ır)	2A. Deemed Execution Date,		3. Transa Code (4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 a			r 5. Amount of		6. Ownership Form: Direct (D) or Indirect	rect I direct E	7. Nature of Indirect Beneficial
						Code					unt (A) or Pr		Price	Reported Transaction (Instr. 3	d tion(s)	(I) (Instr.		Ownership (Instr. 4)	
Common	Stock Holo	ling		05/30)/2024				A		985(1))	Α	\$27.1	7 205	5,342	D		
Common	Stock Hold	ling													100),000	I		Held by Crofton Capital
Common	Stock Hole	ling													11,	,386	I		Held by The Joel Company
Common	Stock Hold	ling													2,	500	I	1 ()	Custodial account for minor child - Gavin B. Gordon
Common	Stock Hold	ling													2,	500	I	6 1 0	Custodial account For minor child - Cameron L. Gordon
Common	Stock Hold	ling													2,	000	I	3 1 0	Custodial account For minor child - Faylor K. Gordon
Common	Stock Hold	ling													2,	000	I	2	Frank E. Gordon 2003 Family Trust
		1	able II -								osed of converti				Owned				
1. Title of Derivative Conversion or Exercise (Instr. 3)		ned n Date,	Date, Transacti Code (Ins		ion of E		6. Date E. Expiratio (Month/D	xercis n Date	able and	7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		ecurity	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	Over State of State o	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	N O	Amount or lumber 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)		5. Num of Deriva Securi Acquii (A) or Dispos of (D) (Instr. and 5)	tive ities red sed 3, 4	6. Date Exerc Expiration Da (Month/Day/\)	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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⁾	05/30/2024		A		3,018		(3)	(4)	Common Stock	3,018	\$0	3,018	D	

Explanation of Responses:

- 1. Shares represent stock the reporting person elected to receive in lieu of cash payable for service on the Company's Board of Directors.
- 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 May 30, 2025 in three equal installments.
- 4. Not applicable.

/s/ Frank E. Gordon 06/03/2024

** 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.