(City)

FORM 4

(State)

(Zip)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

Washington, I	D.C.	20549
---------------	------	-------

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

Person

			or Section 30(n) or the investment Company Act of 1940						
	dress of Reporting P	erson*	2. Issuer Name and Ticker or Trading Symbol HEALTHSTREAM INC [HSTM]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
FRIST ROBERT A JR				X Director X 10% Owner					
*			—	X Officer (give title Other (specify					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Delow) Delow)					
500 11TH AV	ENUE NORTH		03/17/2022	CEO and Chairman					
SUITE 1000									
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable					
(Street)				Line)					
NASHVILLE	TN	37203		X Form filed by One Reporting Person					
				Form filed by More than One Reporting					

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)	Execution Date, Transaction Disposed Of (D) (Instr. 3, 4 and if any Code (Instr. 5)				(A) or . 3, 4 and	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock Holding	03/17/2022		M		5,298(1)	A	\$0	4,759,641	D			
Common Stock Holding	03/17/2022		F		1,291(2)	D	\$19.94	4,758,350	D			
Common Stock Holding								10,000	I	The Carolyn Marie Frist 2005 Vested Trust		
Common Stock Holding								10,000	I	The Cate Merriman Frist 2005 Vested Trust		
Common Stock Holding								10,000	I	The Eleanor Knox Frist 2005 Vested 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		
Common Stock Holding								18,334	I	Knox Trust u/a/d 08- 16-2007		

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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 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
			Code V		Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock Holding								595,000	I	Bobby and Melissa Frist Children' 2012 GST- Exempt Trust

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)				6. Date Exercisable and Expiration Date (Month/Day/Year)		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 ⁽³⁾	03/17/2022		M			1,864	(4)	(5)	Common Stock	1,864	\$0	0	D	
Restricted Share Units	\$0 ⁽³⁾	03/17/2022		M			1,430	(6)	(5)	Common Stock	1,430	\$0	1,667	D	
Restricted Share Units	\$0 ⁽³⁾	03/17/2022		M			1,146	(7)	(5)	Common Stock	1,146	\$0	3,724	D	
Restricted Share Units	\$0 ⁽³⁾	03/17/2022		M			858	(8)	(5)	Common Stock	858	\$0	4,859	D	

Explanation of Responses:

- 1. Shares acquired on vesting of restricted share units.
- 2. Shares withheld for payment of tax liability.
- 3. Each restricted share unit (RSU) represents the contingent right to receive one share of common stock upon vesting of the unit.
- 4. The RSUs are subject to a four year vesting schedule, contingent upon continued service at the time of vesting. 15% vest on March 15, 2019, 20% vest on March 15, 2020, 30% vest on March 15, 2021, and the remaining 35% vest on March 15, 2022.
- 5. Not applicable.
- 6. The RSUs are subject to a four year vesting schedule, contingent upon continued service at the time of vesting. 15% vest on March 15, 2020, 20% vest on March 15, 2021, 30% vest on March 15, 2022, and the remaining 35% vest on March 15, 2023.
- 7. The RSUs are subject to a four year vesting schedule, contingent upon continued service at the time of vesting. 15% vest on March 11, 2021, 20% vest on March 11, 2022, 30% vest on March 11, 2023, and the remaining 35% vest on March 11, 2024.
- $8. \, \mathrm{The} \, \mathrm{RSUs} \, \mathrm{are} \, \mathrm{subject} \, \mathrm{to} \, \mathrm{a} \, \mathrm{four} \, \mathrm{year} \, \mathrm{vesting} \, \mathrm{schedule}, \, \mathrm{contingent} \, \mathrm{upon} \, \mathrm{continued} \, \mathrm{service} \, \mathrm{at} \, \mathrm{the} \, \mathrm{time} \, \mathrm{of} \, \mathrm{vesting}. \, 15\% \, \mathrm{vest} \, \mathrm{on} \, \mathrm{March} \, 17, \, 2022, \, 20\% \, \mathrm{vest} \, \mathrm{on} \, \mathrm{March} \, 17, \, 2023, \, 30\% \, \mathrm{vest} \, \mathrm{on} \, \mathrm{March} \, 17, \, 2024, \, \mathrm{and} \, \mathrm{the} \, \mathrm{remaining} \, 35\% \, \mathrm{vest} \, \mathrm{on} \, \mathrm{March} \, 17, \, 2025.$

<u>/s/ Robert A. Frist, Jr.</u> 03/18/2022

** 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.