

Sousa Michael
Form 4
April 30, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Sousa Michael

(Last) (First) (Middle)
209 10TH AVE. SOUTH, SUITE 450
(Street)

NASHVILLE, TN 37203

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
HEALTHSTREAM INC [HSTM]

3. Date of Earliest Transaction
(Month/Day/Year)
04/26/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	04/26/2013		M		4,400	A	\$ 2.75
					42,876		
Common Stock	04/26/2013		M		16,000	A	\$ 3.75
					58,876		
Common Stock	04/26/2013		M		8,637	A	\$ 2.8
					67,513		
Common Stock	04/26/2013		S		29,037	D	\$ 22.573
					38,476		
							<u>(1)</u>

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

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					Acquired (A)	or Disposed of (D)	(Instr. 3, 4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 3.75	04/26/2013		M	4,000			03/07/2008	03/07/2015	Common Stock	4,000
Employee Stock Option (right to buy)	\$ 3.75	04/26/2013		M	4,000			03/07/2009	03/07/2015	Common Stock	4,000
Employee Stock Option (right to buy)	\$ 3.75	04/26/2013		M	4,000			03/07/2010	03/07/2015	Common Stock	4,000
Employee Stock Option (right to buy)	\$ 3.75	04/26/2013		M	4,000			03/07/2011	03/07/2015	Common Stock	4,000
Employee Stock Option (right to buy)	\$ 2.8	04/26/2013		M	1,200			04/04/2009	04/04/2016	Common Stock	1,200
Employee Stock Option	\$ 2.8	04/26/2013		M	2,400			04/04/2010	04/04/2016	Common Stock	2,400

(right to buy)										
Employee Stock Option (right to buy)	\$ 2.8	04/26/2013	M	3,600	04/04/2011	04/04/2016	Common Stock	3,600		
Employee Stock Option (right to buy)	\$ 2.8	04/26/2013	M	1,437	04/04/2012	04/04/2016	Common Stock	1,437		
Employee Stock Option (right to buy)	\$ 2.75	04/26/2013	M	4,400	02/09/2010	02/09/2014	Common Stock	4,400		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sousa Michael 209 10TH AVE. SOUTH SUITE 450 NASHVILLE, TN 37203			Senior Vice President	

Signatures

Michael Sousa 04/30/2013
 __Signature of Date
 Reporting Person

Explanation of Responses:

- * 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).
- This transaction was executed in multiple trades at prices ranging from \$22.50 to \$23.04. The price reported above reflects the weighted (1) average purchase 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.