

NATIONAL HEALTHCARE CORP  
 Form 5  
 February 12, 2014

# FORM 5

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

OMB APPROVAL

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 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**BURGESS ERNEST G III**

2. Issuer Name and Ticker or Trading Symbol  
**NATIONAL HEALTHCARE CORP [NHC]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 12/31/2013

Director  10% Owner  
 Officer (give title below)  Other (specify below)

7097 FRANKLIN ROAD

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

MURFREESBORO, TN 37128

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

**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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Shares of Common Stock	04/01/2013	Â	G	1,700	D	\$ 0	0 <sup>(1)</sup>	D	Â
Shares of Common Stock	05/20/2013	Â	G	3,000	D	\$ 0	0 <sup>(1)</sup>	D	Â
Shares of Common Stock	12/23/2013	Â	G	500	D	\$ 0	92,146	D	Â

Shares of  
Series A  
Convertible  $\hat{A}$   $\hat{A}$   $\hat{A}$   $\hat{A}$   $\hat{A}$   $\hat{A}$  146,210 D  $\hat{A}$   
Preferred  
Stock

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

**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 control number.**

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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 Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Option to Purchase Common Stock	\$ 51.5	$\hat{A}$	$\hat{A}$	$\hat{A}$	$\hat{A}$ $\hat{A}$	05/01/2008 04/30/2013	Common Stock	15,000
Option to Purchase Common Stock	\$ 37.7	$\hat{A}$	$\hat{A}$	$\hat{A}$	$\hat{A}$ $\hat{A}$	05/05/2009 05/04/2014	Common Stock	8,900
Option to Purchase Common Stock	\$ 45.8	$\hat{A}$	$\hat{A}$	$\hat{A}$	$\hat{A}$ $\hat{A}$	05/09/2011 05/08/2016	Common Stock	7,500
Option to Purchase Common Stock	\$ 44.8	$\hat{A}$	$\hat{A}$	$\hat{A}$	$\hat{A}$ $\hat{A}$	05/03/2012 05/02/2017	Common Stock	7,500

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

