

COGGIN D GERALD
Form 5
February 06, 2012

FORM 5

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).
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 *
COGGIN D GERALD
(Last) (First) (Middle)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2011

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)
SVP, Ancillary Serv & Corp Rel

6. Individual or Joint/Group Reporting
(check applicable line)

MURFREESBORO, TN 37127
(City) (State) (Zip)

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 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 in my name and my spouse's name | 12/27/2011 | | G | 5,548 D \$ 0 | 334,382 ⁽¹⁾ D | D | |
| Shares of Common | | | | | 1,937 | I | Trustee of Estate Trust |

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| | | | | | | | | | | |
|--|---|---|---|---|---|---|--------|---|-------------------------|--|
| Stock in Trust | | | | | | | | | | |
| Shares of Common Stock | Â | Â | Â | Â | Â | Â | 12,136 | I | Family Partnership | |
| Shares of Common Stock | Â | Â | Â | Â | Â | Â | 104 | I | Family Partnership | |
| Shares of Series A Convertible Preferred Stock | Â | Â | Â | Â | Â | Â | 63,181 | D | Â | |
| Shares of Series A Convertible Preferred Stock held in Trust | Â | Â | Â | Â | Â | Â | 3,500 | I | Trustee of Estate Trust | |

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

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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 | \$ 46.69 | Â | Â | Â | Â | 01/31/2016 02/29/2016 | Common Stock | 40,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| COGGIN D GERALD 1942 DILTON-MANKIN ROAD MURFREESBORO, TN 37127 | Â | Â | Â SVP, Ancillary Serv & Corp Rel | Â |

Signatures

D. Gerald
Coggin

02/06/2012

__Signature of
Reporting Person

Date

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).
- (1) Includes 31 shares acquired pursuant to Employee Stock Purchase Plan, 2011 Plan Year.

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