

COMMUNITY HEALTH SYSTEMS INC

Form 4

January 06, 2014

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 *
SMITH WAYNE T

2. Issuer Name and Ticker or Trading Symbol
COMMUNITY HEALTH SYSTEMS INC [CYH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
4000 MERIDIAN BOULEVARD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/03/2014

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, President & CEO

FRANKLIN, TN 37067

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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) | 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 01/03/2014 | | J | 191,115 D \$ 0 0 | | I | 2011 GRAT No. 2 |
| Common Stock | 01/03/2014 | | J | 191,115 (1) A \$ 0 788,097 | | D | |
| Common Stock | 01/03/2014 | | J | 46,438 D \$ 0 69,830 | | I | 2012 GRAT |
| Common Stock | 01/03/2014 | | J | 46,438 (2) A \$ 0 834,535 | | D | |
| Common Stock | 01/03/2014 | | J | 118,329 D \$ 0 716,206 | | D | |

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| | | | | | | | | |
|--------------|------------|---|----------------|---|------|---------|---|---|
| Common Stock | 01/03/2014 | J | 118,329 (3) | A | \$ 0 | 169,388 | I | by 2009 WTS Irrevocable Trust Dated 2/27/09 |
| Common Stock | | | | | | 481,721 | I | WAC LLC |

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 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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Stock Options (Right to Buy) | \$ 37.21 | | | | | 02/28/2008 | 02/27/2015 | Common Stock | 100,000 |
| Stock Options (Right to Buy) | \$ 40.41 | | | | | 07/25/2008 | 07/24/2015 | Common Stock | 500,000 |
| Stock Options (Right to Buy) | \$ 32.28 | | | | | 02/27/2009 | 02/26/2018 | Common Stock | 200,000 |
| Stock Options (Right to Buy) | \$ 18.18 | | | | | 02/25/2010 | 02/24/2019 | Common Stock | 50,000 |
| Stock Options | \$ 33.9 | | | | | 02/24/2011 | 02/23/2020 | Common Stock | 50,000 |

(Right to Buy)

Stock

Options (Right to Buy)

\$ 37.96

02/23/2012

02/22/2021

Common Stock

50,000

Stock

Options (Right to Buy)

\$ 21.07

02/16/2013

02/15/2022

Common Stock

40,000

Performance

Based Restricted

\$ 0

02/27/2014⁽⁴⁾

02/26/2023

Common Stock

125,000

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SMITH WAYNE T 4000 MERIDIAN BOULEVARD FRANKLIN, TN 37067 | X | | Chairman, President & CEO | |

Signatures

Christopher G. Cobb, Attorney in Fact for Wayne T. Smith

01/06/2014

__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) These shares were previously owned by the 2011 GRAT No. 2.

(2) These shares were previously owned by the 2012 GRAT.

(3) These shares were previously reported as directly beneficially owned but were contributed to an irrevocable trust (the "2009 WTS Irrevocable Trust Dated 2/27/09") on January 3, 2014.

Each performance based restricted share represents a contingent right to receive one share of CYH common stock. There are two elements to the lapsing of the restriction; first, the Company must achieve specified targeted amount of earnings per share from

(4) continuing operations, or net revenue from continuing operations, and if the performance objective is met, the vesting restrictions will lapse in 1/3 increments on the first, second and third anniversary of the date of grant. If the objectives are not met, the shares will be forfeited.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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