

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-10** | Period of Report: **2013-01-08**  
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### ISSUER

#### **HEALTH MANAGEMENT ASSOCIATES, INC**

CIK: **792985** | IRS No.: **610963645** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
SIC: **8062** General medical & surgical hospitals, nec

Mailing Address  
5811 PELICAN BAY BLVD  
SUITE 500  
NAPLES FL 34108-2710

Business Address  
5811 PELICAN BAY BLVD  
SUITE 500  
NAPLES FL 34108-2710  
239-598-3131

### REPORTING OWNER

#### **GLENVIEW CAPITAL MANAGEMENT LLC**

CIK: **1138995** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **4** | Act: **34** | File No.: **001-11141** | Film No.: **13524102**

Mailing Address  
767 FIFTH AVENUE  
44TH FLOOR  
NEW YORK NY 10153

Business Address  
767 FIFTH AVENUE  
44TH FLOOR  
NEW YORK NY 10153  
2128124700

#### **ROBBINS LAWRENCE M**

CIK: **1228603**  
Type: **4** | Act: **34** | File No.: **001-11141** | Film No.: **13524101**

Mailing Address  
767 FIFTH AVENUE  
44TH FLOOR  
NEW YORK NY 10153

# FORM 4

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

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 <b>GLENVIEW CAPITAL MANAGEMENT LLC</b>			2. Issuer Name and Ticker or Trading Symbol <b>HEALTH MANAGEMENT ASSOCIATES, INC [HMA]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>01/08/2013</b>			6. Individual or Joint/Group Filing (Check applicable line) <input type="checkbox"/> Form Filed by One Reporting Person <input checked="" type="checkbox"/> Form Filed by More than One Reporting Person		
767 FIFTH AVENUE, 44TH FLOOR			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) <b>NEW YORK, NY 10153</b>								
(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			
Class A Common Stock, \$0.01 par value	01/08/2013		P		226,300 <sup>(1)</sup>	A	\$9.14 <sup>(2)</sup>	35,285,803 <sup>(1)</sup>	I <sup>(1)</sup> (5)	See footnotes 1 and 5
Class A Common Stock, \$0.01 par value	01/09/2013		P		1,771,780 <sup>(1)</sup>	A	\$9.09 <sup>(3)</sup>	37,057,583 <sup>(1)</sup>	I <sup>(1)</sup> (5)	See footnotes 1 and 5
Class A Common Stock, \$0.01 par value	01/10/2013		P		700,000 <sup>(1)</sup>	A	\$9.13 <sup>(4)</sup>	37,757,583 <sup>(1)</sup>	I <sup>(1)</sup> (5)	See footnotes 1 and 5

**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 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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)					

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<a href="#">GLENVIEW CAPITAL MANAGEMENT LLC</a> 767 FIFTH AVENUE 44TH FLOOR NEW YORK, NY 10153		X		
<a href="#">ROBBINS LAWRENCE M</a> 767 FIFTH AVENUE, 44TH FLOOR NEW YORK, NY 10153		X		

**Explanation of Responses:**

1. These shares of the Issuer's Class A Common Stock, \$0.01 par value per share (the "Shares") were purchased for the accounts of Glenview Capital Partners, L.P., Glenview Capital Master Fund, Ltd., Glenview Institutional Partners, L.P., Glenview Offshore Opportunity Master Fund, Ltd. and Glenview Capital Opportunity Fund, L.P.
2. This price reflects the weighted average purchase price for open-market purchases of Shares made by the Reporting Persons on January 8, 2013 within a \$1.00 range. The actual prices for these transactions range from \$9.14 to \$9.145, inclusive. The Reporting Persons further undertake to provide upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares purchased at each separate price.
3. This price reflects the weighted average purchase price for open-market purchases of Shares made by the Reporting Persons on January 9, 2013 within a \$1.00 range. The actual prices for these transactions range from \$9.07 to \$9.10, inclusive. The Reporting Persons further undertake to provide upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares purchased at each separate price.
4. This price reflects the weighted average purchase price for open-market purchases of Shares made by the Reporting Persons on January 10, 2013 within a \$1.00 range. The actual prices for these transactions range from \$9.10 to \$9.20, inclusive. The Reporting Persons further undertake to provide upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares purchased at each separate price.
5. Glenview Capital Management, LLC serves as investment manager to each of Glenview Capital Partners, L.P., Glenview Capital Master Fund, Ltd., Glenview Institutional Partners, L.P., Glenview Offshore Opportunity Master Fund, Ltd., and Glenview Capital Opportunity Fund, L.P. Mr. Robbins is the Chief Executive Officer of Glenview Capital Management, LLC. Each Reporting Person disclaims beneficial ownership of the Shares except to the extent of his or its pecuniary interest therein and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of the Shares for purposes of Section 16 of the Securities Exchange Act of 1934, or for any other purpose.

**Remarks:**

Exhibit List: The Power of Attorney filed as Exhibit B to the Schedule 13G/A filed by the Reporting Persons on December 21, 2012 to reflect their beneficial ownership of the Shares reported herein is incorporated herein by reference.

**Signatures**

[/s/ Mark J. Horowitz, Chief Operating Officer and General Counsel of Glenview Capital Management, LLC and attorney-in-fact for Lawrence M. Robbins](#)

\*\* Signature of Reporting Person

[01/10/2013](#)

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.**