

SECURITIES AND EXCHANGE COMMISSION

FORM 5

Annual statement of changes in beneficial ownership of securities

Filing Date: **2013-01-10** | Period of Report: **2012-12-31**
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([HTML Version](#) on [secdatabase.com](#))

REPORTING OWNER

LAROCHE RICHARD F JR

CIK: [1012859](#) | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **5** | Act: **34** | File No.: [001-13489](#) | Film No.: **13523702**
SIC: **8051** Skilled nursing care facilities

Mailing Address
*P.O. BOX 1398
MURFREESBORO TN
37133-1398*

ISSUER

NATIONAL HEALTHCARE CORP

CIK: [1047335](#) | IRS No.: **522057472** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **8051** Skilled nursing care facilities

Mailing Address
*100 VINE ST
STE 1400
MURFREESBORO TN 37130*

Business Address
*100 VINE ST
STE 1400
MURFREESBORO TN 37130
6158902020*

FORM 5

- 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

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

OMB APPROVAL	
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ANNUAL 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 LAROCHE RICHARD F JR			2. Issuer Name and Ticker or Trading Symbol NATIONAL HEALTHCARE CORP [NHC]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2012			6. Individual or Joint/Group Reporting (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
2103 SHANNON DRIVE			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) MURFREESBORO, TN 37129								
(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 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)
				Amount	(A) or (D)	Price			
Common Stock, Family LP (BFLP)							29,523	I	General Partner
Common Stock - Fam. Partnership (LR Ent.)							31,698	D	
Common Stock - Fam. Partnership (LFLP)	06/12/2012		G	1,669	D	\$ 0	0 (L)	I	General Partner
Common Stock - Fam. Partnership (LFLP)	10/10/2012		G	2,331	D	\$ 0	96,000	I	General Partners
Common Stock - Held in my name or my wife's name	06/12/2012		G	4,473	D	\$ 0	164,220	D	
Shares of Series A Conv. Preferred Stock (BFLP)							96,534	I	Gen. Partner
Shares of Series A Conv. Preferred Stock - (LR Ent.)							375,602	D	
Shares of Series A Conv. Preferred Stock - (LFLP)							425	I	Gen. Partner
Shares of Series A Conv. Preferred Stock-Family Foundation							8,500	I	Trustee

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)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option to Purchase Common Stock	\$51.5						05/01/2008	05/01/2013	Common Stock	15,000		15,000	D	
Option to Purchase Common Stock	\$37.7						05/05/2009	05/04/2014	Common Stock	8,000		8,000	D	
Option to Purchase Common Stock	\$45.8						05/09/2011	05/08/2016	Common Stock	7,500		7,500	D	
Option to Purchase Common Stock	\$44.8						05/03/2012	05/02/2017	Common Stock	7,500		7,500	D	

Explanation of Responses:

1. Transactions totaled on the line below.

Signatures

Richard F. LaRoche, Jr.

** 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.