

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-03-04** | Period of Report: **2013-03-04**  
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### REPORTING OWNER

**ABERNATHY JAMES PAUL**

CIK: **1261687**

Type: **4** | Act: **34** | File No.: **001-13489** | Film No.: **13662911**

Mailing Address

2102 GREENLAND DRIVE  
MURFREESBORO TN 37130

### 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 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>ABERNATHY JAMES PAUL</b>			2. Issuer Name and Ticker or Trading Symbol <b>NATIONAL HEALTHCARE CORP</b> <b>[NHC]</b>			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. Date of Earliest Transaction (Month/Day/Year) <b>03/04/2013</b>			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
2102 GREENLAND DRIVE			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) <b>MURFREESBORO, TN 37130</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			
Shares of Common Stock	03/04/2013		S		263	D \$48.25	25,340	D	
Shares of Series A Convertible Preferred Stock							12,388	D	

**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		Date Exercisable	Expiration Date					
Option to Purchase	\$51.5						05/01/2008	05/01/2013	Common Stock	15,000	15,000	D	

Common Stock														
Option to Purchase Common Stock	\$45.8						05/09/2011	05/08/2016	Common Stock	6,312		6,312	D	
Option to Purchase Common Stock	\$44.8						05/03/2012	05/02/2017	Common Stock	7,500		7,500	D	

**Signatures**

J. Paul Abernathy by Ann S. Benson, P.O.A.

\*\* Signature of Reporting Person

03/04/2013

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.**

STATE OF TENNESSEE

COUNTY OF RUTHERFORD

Limited Power of Attorney

Know all men by these presents that the undersigned, J. Paul Abernathy, M.D., of Murfreesboro, Tennessee, does hereby make, constitute and appoint Ann S. Benson as my true and lawful attorney-in-fact for me and in my name, place and stead, and on my behalf and for my use and benefit authorizing her to solely:

Sign any Securities and Exchange Commission ("SEC") documents reporting the purchase or sale of the equity securities of National HealthCare Corporation from time to time, including but not limited to SEC Forms 3, 4 and 5. This Power of Attorney shall lapse upon my resignation or termination as a director or officer of National HealthCare Corporation.

Date: 4/29/2004 s/J. Paul Abernathy

J. Paul Abernathy, M.D.

Sworn to and certified before me, a Notary Public  
in and for said County and State, on this the 29th day  
of April, 2004.

s/Barbara Harris

Notary Public

My Commission expires: 8-20-07