Edgar Filing: HEALTHWAYS, INC - Form 4

HEALTHWA	YS, INC										
Form 4											
May 31, 2016											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									PPROVAL		
	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287		
Check this if no longe		x									
subject to	ANGES IN	GES IN BENEFICIAL OWN				Expires: Estimated a	2005 d average				
Section 16. SEC				CURITIES					burden hours per		
Form 4 or Form 5	E .1 1		16() 0.1	a				response 0.5			
obligation	~ ^					-	ge Act of 1934,				
may contin			•	•	- ·		of 1935 or Sectio	n			
See Instruct 1(b).	ction	50(II) 01 the	Investment	Compan	y Aci	. 01 19	40				
(Print or Type Ro	esponses)										
1. Name and Address of Reporting Person _ 2. Issuer KARRO BRADLEY S Symbol			uer Name and Ticker or Trading l LTHWAYS, INC [HWAY]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (M	iddle) 3. Da	3. Date of Earliest Transaction				(Chief	en un applicaen	-)		
701 COOL SPRINGS(Month/D701 COOL SPRINGS05/26/20BOULEVARD05/26/20			th/Day/Year)	Day/Year)			_X_Director10% Owner				
			6/2016				Officer (give title Other (specify below) below)				
(Street) 4. If Amer			mendment, Da	ndment, Date Original			6. Individual or Joint/Group Filing(Check				
ED A NIVI INI	Month/Day/Year	nth/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting					
FRANKLIN,	, IN 37007						Person				
(City)	(State) (Z	Zip) 7	able I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date any (Month/Day/Ye	Code ear) (Instr. 8)	TransactionAcquired (A) or Code Disposed of (D)		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)			
Common Stock	05/26/2016		Code V A	Amount 8,375 (1)	(D) A	Price \$ 0	14,578	D			

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

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day/ e	on Date		le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
, generation and a	Director	Director 10% Owner Officer		Other			
KARRO BRADLEY S 701 COOL SPRINGS BOULEVARD FRANKLIN, TN 37067	Х						
Signatures							
/s/ Alfred Lumsdaine, by power of atto Karro		05/31/2016					
**Signature of Reporting Pers		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) Reflects restricted stock units that vest on 5/26/2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.