

CROSS COUNTRY HEALTHCARE INC

Form 4

May 18, 2015

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Ball Susan E

(Last) (First) (Middle)

C/O CROSS COUNTRY
HEALTHCARE, INC., 6551 PARK
OF COMMERCE BLVD., NW

(Street)

BOCA RATON, FL 33487

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
CROSS COUNTRY
HEALTHCARE INC [CCRN]

3. Date of Earliest Transaction
(Month/Day/Year)
05/15/2015

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)
General Counsel & Secretary

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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	05/15/2015		M		15,000	A	\$ 8.09	131,318	D	
Common Stock	05/15/2015		D		11,331	D	\$ 10.71	119,987	D	
Common Stock	05/15/2015		M		30,000	A	\$ 8.56	149,987	D	
Common Stock	05/15/2015		D		23,978	D	\$ 10.71	126,009	D	
	05/15/2015		M		5,625	A	\$ 5.21	131,634	D	

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Common
Stock

Common Stock	05/15/2015	D	2,737	D	\$ 10.71	128,897	D
Common Stock	05/15/2015	M	12,500	A	\$ 4.35	141,397	D
Common Stock	05/15/2015	D	5,078	D	\$ 10.71	136,319	D
Common Stock	05/15/2015	M	11,250	A	\$ 7.44	147,569	D
Common Stock	05/15/2015	D	7,816	D	\$ 10.71	139,753	D

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 Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Rights	\$ 8.09	05/15/2015		M	15,000	<u>(1)</u>	06/01/2017	Common Stock	15,000
Stock Appreciation Rights	\$ 8.56	05/15/2015		M	30,000	<u>(2)</u>	06/01/2016	Common Stock	30,000
Stock Appreciation Rights	\$ 5.21	05/15/2015		M	5,625	<u>(3)</u>	06/01/2020	Common Stock	5,625
Stock Appreciation Rights	\$ 4.35	05/15/2015		M	12,500	<u>(4)</u>	06/01/2019	Common Stock	12,500
	\$ 7.44	05/15/2015		M	11,250	<u>(5)</u>	06/01/2018		11,250

Stock
Appreciation
Rights

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ball Susan E C/O CROSS COUNTRY HEALTHCARE, INC. 6551 PARK OF COMMERCE BLVD., NW BOCA RATON, FL 33487				General Counsel & Secretary

Signatures

/s/ Susan E. Ball 05/18/2015

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) The Stock Appreciation Rights vested in four equal installments and became fully exercisable on June 1, 2014.
- (2) The Stock Appreciation Rights vested in four equal installments and became fully exercisable on June 1, 2013.
- (3) The Stock Appreciation Rights began vesting in four equal installments on June 1, 2013. 5,625 of the Stock Appreciation Rights were exercisable as of June 1, 2014.
- (4) The Stock Appreciation Rights began vesting in four equal installments on June 1, 2013. 12,500 of the Stock Appreciation Rights were exercisable as of June 1, 2014.
- (5) The Stock Appreciation Rights began vesting in four equal installments on June 1, 2012. 11,250 of the Stock Appreciation Rights were exercisable as of June 1, 2014.

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