

SMITH WAYNE T

Form 4

November 29, 2012

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 *
SMITH WAYNE T

2. Issuer Name **and** Ticker or Trading
Symbol
COMMUNITY HEALTH
SYSTEMS INC [CYH]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
4000 MERIDIAN BOULEVARD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/28/2012

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chairman, President & CEO

FRANKLIN, TN 37067

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

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

(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
Common Stock	11/28/2012		J ⁽¹⁾		379,721	D	\$ 0 620,979
Common Stock	11/28/2012		J ⁽¹⁾		102,000	D	\$ 0 0
Common Stock	11/28/2012		A ⁽¹⁾		481,721	A	\$ 0 481,721
Common Stock							51,059

by 2009
WTS
Irrevocable
Trust Dated
2/27/09

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Common Stock	307,383	I	2011 GRAT No. 2
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(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 of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Stock Options (Right to Buy)	\$ 32.37					02/28/2006 02/28/2013	Common Stock 100,000
Stock Options (Right to Buy)	\$ 38.3					03/01/2007 03/01/2014	Common Stock 100,000
Stock Options (Right to Buy)	\$ 37.21					02/28/2008 02/28/2015	Common Stock 100,000
Stock Options (Right to Buy)	\$ 40.41					07/25/2008 07/24/2017	Common Stock 500,000
Stock Options (Right to Buy)	\$ 32.28					02/27/2009 02/26/2018	Common Stock 200,000
Stock Options (Right to Buy)	\$ 18.18					02/25/2010 02/24/2019	Common Stock 50,000

Buy)

Stock

Options
(Right to
Buy)

\$ 33.9

02/24/2011

02/23/2020

Common
Stock

50,000

Stock

Options
(Right to
Buy)

\$ 37.96

02/23/2012

02/22/2021

Common
Stock

50,000

Stock

Options
(Right to
Buy)

\$ 21.07

02/16/2013

02/15/2022

Common
Stock

40,000

Performance

Based
Restricted

\$ 0

02/16/2013⁽²⁾

02/15/2022

Common
Stock

100,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH WAYNE T 4000 MERIDIAN BOULEVARD FRANKLIN, TN 37067	X		Chairman, President & CEO	

Signatures

Christopher G. Cobb, Attorney in Fact for Wayne T.
Smith

11/29/2012

**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) Transfer of shares beneficially owned by Reporting Person to WAC LLC, a Kentucky limited liability company, owned 50% by Reporting Person, who also serves at its manager, and 50% by Reporting Person's Spouse.

Each performance based restricted share represents a contingent right to receive one share of CYH common stock. There are two elements to the lapsing of the restriction; first, the Company must achieve specified targeted amount of earnings per share from

- (2) continuing operations, or net revenue from continuing operations, and if the performance objective is met, the vesting restrictions will lapse in 1/3 increments on the first, second and third anniversary of the date of grant. If the objectives are not met, the shares will be forfeited.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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