

NATIONAL HEALTHCARE CORP
 Form 4
 November 09, 2007

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

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)

(Last) (First) (Middle)
 2103 SHANNON DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/07/2007

Director 10% Owner
 Officer (give title below) Other (specify below)

MURFREESBORO, TN 37129
 (City) (State) (Zip)

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

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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock, held in trust, subject to life estate					29,523	I	Remainder in GRAT
Common Stock - IRA					1,038	D	
Common Stock - Partnership					276,152	D	
Common Stock - Family Partnership					23,638	I	Family Partnership

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Common Stock - Family Foundation						10,100	I	Trustee of Family Foundation
Shares of Series A Conv. Preferred Stock by Trustee of GRAT	11/07/2007	J	31,523	A	\$ 15.75	31,523	I	Remain. in GRAT
Shares of Series A Conv. Preferred Stock - IRA	11/07/2007	J	1,921	A	\$ 15.75	1,921	D	
Shares of Series A Conv. Preferred Stock - LaRoche Family LP	11/07/2007	J	3,938	A	\$ 15.75	3,938	I	Family Partnership
Shares of Series A Conv. Preferred Stock-LaRoche Enterprises	11/07/2007	J	330,202	A	\$ 15.75	330,202	D	
Shares of Series A Conv. Preferred Stock-Family Foundation	11/07/2007	J	23,880	A	\$ 15.75	23,880	I	Trustee of Family Foundation

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 of Underlying Securities (Instr. 3 and 4)	8. Pr Deri Secu (Inst
				Code	V (A) (D)		Title	

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		Date Exercisable	Expiration Date		Amount or Number of Shares
Option to Purchase Common Stock	\$ 19.6	04/24/2003	04/23/2008	Common Stock	15,000
Option to Purchase Common Stock	\$ 27.01	04/20/2004	04/19/2009	Common Stock	15,000
Option to Purchase Common Stock	\$ 32.01	05/03/2005	05/02/2010	Common Stock	15,000
Option to Purchase Common Stock	\$ 44.25	05/03/2006	05/02/2011	Common Stock	15,000
Option to Purchase Common Stock	\$ 52.5	04/24/2007	04/23/2012	Common Stock	15,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LAROCHE RICHARD F JR 2103 SHANNON DRIVE MURFREESBORO, TN 37129		X		

Signatures

Richard F. LaRoche, Jr. by Ann S. Benson,
POA 11/09/2007

**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).

Remarks:

J - Received new Preferred Stock resulting from the merger of National Health Realty into the Company.

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.