

[] 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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *				2.	Issuer Name and Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Louks Ronal	d Allen			N	antI	<b>Healt</b>	h, Inc. [	NH	[]				,		v 0	
(Last) (First) (Middle)				3.	3. Date of Earliest Transaction (MM/DD/YYYY)							Director 10% Owner				
C/O NANTHEALTH, INC., 9920 JEFFERSON BLVD.							2/0	6/20	018			X Officer (g	•		Other (speci	fy below)
	(Stre	et)		4.	If An	nendm	ent, Date (	Origi	inal Fi	led (MM/I	DD/YYYY)	6. Individual o	or Joint/G	roup Filing (	Check Appl	icable Line)
CULVER CITY, CA 90232 (City) (State) (Zip)												X _ Form filed by One Reporting Person Form filed by More than One Reporting Person				
			Table I	- Non-De	rivat	ive Se	curities Ac	qui	red, D	isposed	of, or Be	neficially Own	ed			
1. Title of Security (Instr. 3)				te 2A. Deemed Execution Date, if any		3. Trans. Coo (Instr. 8)	de 4. Securities Acqu Disposed of (D) (Instr. 3, 4 and 5)		` /	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			6. 7. Nature Ownership of Indirect Form: Beneficial Direct (D) Ownership			
							Code	v	Amoun	(A) or (D)	Price					Ownership (Instr. 4)
Common Stock 2/6/2018				2/6/2018			M		10000	A	<u>(1)</u>	89690			D	
Common Stock 2/6/2018				2/6/2018			F		3525	D	\$3.02	86165		D		
Common Stock 2/6/2018				2/6/2018			S		6475	D	\$3.02 (3)	79690		D		
	Tab	le II - Deri	ivative S	Securities	Bene	ficiall	y Owned (	e.g.	, puts	s, calls, w	varrants,	options, conve	rtible sec	urities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Trans. Date	3A. Deem Execution Date, if an	(Instr. 8)		Code 5. Number of Derivative Securi Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)							ying Derivative		Ownership Form of Derivative Security:	Beneficial
	Security			Code	v	(A)	(D)	Date Exe	e rcisable	Expiration Date	Title	Amount or Number of Shares		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	
Restricted Stock Units	<u>(1)</u>	2/6/2018		M			10000		<u>(2)</u>	<u>(2)</u>	Common Stock	10000	\$0.00	80000	D	

## **Explanation of Responses:**

- (1) Each restricted stock unit ("RSU") is the economic equivalent of one share of NantHealth, Inc. common stock.
- (2) Subject to the Reporting Person's continuing to be a service provider (as defined in the 2016 Equity Incentive Plan) through each applicable vesting date, 40,000 RSUs vested on October 6, 2017, with the remaining 120,000 RSUs to vest monthly in equal amounts for 12 months, beginning on November 6, 2017. Upon vesting, the issuer will withhold shares sufficient to satisfy tax withholding obligations; the issuer will then be responsible for remitting a cash payment for the related withholding taxes; and the issuer will issue to the Reporting Person a net lower number of shares. In addition, upon vesting, the issuer and the Reporting Person have agreed that the issuer will repurchase the remaining shares at the then current market value.
- (3) Pursuant to the terms of the grant, the Issuer repurchased the shares at a price per share equal to the closing price on the date of vesting.

Reporting Owners

Reporting Owners									
Paparting Owner Name / Address	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
Louks Ronald Allen									
C/O NANTHEALTH, INC.			Chief Onewating Officer						
9920 JEFFERSON BLVD.			Chief Operating Officer						
CULVER CITY, CA 90232									

## **Signatures**

/s/ Charles Kim, as Attorney-in-Fact

2/7/2018

\*\*Signature of Reporting Person

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 control number.