

LAROCHE RICHARD F JR  
Form 5  
February 01, 2011

**FORM 5**

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
LAROCHE RICHARD F JR  
(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol  
NATIONAL HEALTHCARE CORP [NHC]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2010

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

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Reporting  
(check applicable line)

2103 SHANNON DRIVE  
(Street)

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

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, Family LP (BFLP) (2)	Â	Â	Â	Â	Â	I	General Partner
Common Stock - Fam. Partnership (LR Ent.)	11/03/2010	Â	J	5,302 (1)	D \$ 0	D	Â
	11/02/2010	Â	J		D \$ 0	I	

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Common Stock - Fam. Partnership (LFLP)				6,000 <u>(1)</u>					General Partner
Common Stock - Held in my name or my wife's name	12/31/2010	Â	G	4,959 <u>(3)</u>	D	\$ 0	163,693	D	Â
Common Stock - Family Foundation	12/31/2010	Â	G	8,635 <u>(3)</u>	D	\$ 0	0	I	Trustee, Family Foundation
Shares of Series A Conv. Preferred Stock (BFLP) <u>(2)</u>	12/31/2010	Â	G	5,726 <u>(3)</u>	D	\$ 0	96,534	I	Gen. Partner
Shares of Series A Conv. Preferred Stock - (LR Ent.)	12/31/2010	Â	G	2,600 <u>(3)</u>	D	\$ 0	375,602	D	Â
Shares of Series A Conv. Preferred Stock - (LFLP)	11/02/2010	Â	J	51,688 <u>(1)</u>	D	\$ 0	425	I	Gen. Partner
Shares of Series A Conv. Preferred Stock-Family Foundation	12/31/2010	Â	G	1,980 <u>(3)</u>	D	\$ 0	8,500	I	Trustee

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8.	9.
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(3) Charitable pledges to public charities satisfied through 12/31/10 gifts.

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