

Weaver Paul E
Form 4
April 19, 2019

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 *
Weaver Paul E

2. Issuer Name **and** Ticker or Trading
Symbol
AMN HEALTHCARE SERVICES
INC [AMN]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

132 LONE TREE FARM ROAD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
04/17/2019

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

NEW CANAAN, CT 06840

(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 Following 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 (A) or (D)	Price	
Common Stock	04/17/2019		M ⁽¹⁾		2,153	A \$ 0 47,388	D
Common Stock	04/17/2019		M ⁽²⁾		2,777	A \$ 0 50,165	D
Common Stock	04/17/2019		M ⁽³⁾		4,048	A \$ 0 54,213	D
Common Stock	04/17/2019		M ⁽⁴⁾		6,009	A \$ 0 60,222	D
Common Stock	04/17/2019		M ⁽⁵⁾		9,563	A \$ 0 69,785	D

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Common Stock 04/17/2019 M⁽⁶⁾ 9,563 A \$ 0 79,348 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 of Underlying Securities (Instr. 3 and 4)		8. Price or Value of Underlying Securities (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(7)	04/17/2019		M		2,153		(8)	(9)	Common Stock	2,153	\$
Restricted Stock Units	(10)	04/17/2019		M		2,777		(11)	(9)	Common Stock	2,777	\$
Restricted Stock Units	(10)	04/17/2019		M		4,048		(12)	(9)	Common Stock	4,048	\$
Restricted Stock Units	(10)	04/17/2019		M		6,009		(13)	(9)	Common Stock	6,009	\$
Restricted Stock Units	(10)	04/17/2019		M		9,563		(14)	(9)	Common Stock	9,563	\$
Restricted Stock Units	(10)	04/17/2019		M		9,563		(15)	(9)	Common Stock	9,563	\$

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

Weaver Paul E
132 LONE TREE FARM ROAD X
NEW CANAAN, CT 06840

Signatures

/s/ Denise L. Jackson, as Attorney-In-Fact on behalf of Paul E.
Weaver

04/19/2019

__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) Common Stock acquired on the vesting of Restricted Stock Units ("RSUs").
- (2) The acquisition of Common Stock set forth in this row resulted from the deferred release of a RSU award granted on July 17, 2006. The reporting person elected to defer receipt of these RSUs until his retirement from the Company's Board of Directors.
- (3) The acquisition of Common Stock set forth in this row resulted from the deferred release of a RSU award granted on April 18, 2007. The reporting person elected to defer receipt of these RSUs until his retirement from the Company's Board of Directors.
- (4) The acquisition of Common Stock set forth in this row resulted from the deferred release of a RSU award granted on April 8, 2008. The reporting person elected to defer receipt of these RSUs until his retirement from the Company's Board of Directors.
- (5) The acquisition of Common Stock set forth in this row resulted from the deferred release of a RSU award granted on April 9, 2009. The reporting person elected to defer receipt of these RSUs until his retirement from the Company's Board of Directors.
- (6) The acquisition of Common Stock set forth in this row resulted from the deferred release of a RSU award granted on April 13, 2010. The reporting person elected to defer receipt of these RSUs until his retirement from the Company's Board of Directors.
- (7) The RSUs were granted pursuant to the AMN Healthcare 2017 Equity Plan. Each RSU represents a contingent right to receive one share of AMN Common Stock.

The RSUs were granted on April 18, 2018 and vest on the earlier of (i) the one year anniversary of the grant date, or (ii) the date of the Company's 2019 Annual Meeting of Shareholders. The Company's 2019 Annual Meeting of Shareholders was held on April 17, 2019. Accordingly, the number of RSUs identified in this row (2,153) vested on April 17, 2019.
- (8) RSUs do not have an expiration date.
- (9) The RSUs were granted pursuant to the AMN Healthcare Equity Plan. Each RSU represents a contingent right to receive one share of AMN Common Stock.
- (10) The RSUs set forth in this row were granted on July 17, 2006 and vested in three tranches on each of the first, second and third anniversaries of the grant date.
- (11) The RSUs set forth in this row were granted on April 18, 2007 and vested in three tranches on each of the first, second and third anniversaries of the grant date.
- (12) The RSUs set forth in this row were granted on April 8, 2008 and vested in three tranches on each of the first, second and third anniversaries of the grant date.
- (13) The RSUs set forth in this row were granted on April 9, 2009 and vested in three tranches on each of the first, second and third anniversaries of the grant date.
- (14) The RSUs set forth in this row were granted on April 13, 2010 and vested in three tranches on each of the first, second and third anniversaries of the grant date.
- (15) The RSUs set forth in this row were granted on April 13, 2010 and vested in three tranches on each of the first, second and third anniversaries of the grant date.

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.