#### **HEALTHSOUTH CORP**

Form 4 March 06, 2007

## FORM 4

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

OMB Number:

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

3235-0287 January 31, Expires: 2005

**OMB APPROVAL** 

Section 16. Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

Estimated average

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **BROPHY R GREGORY** Issuer Symbol HEALTHSOUTH CORP [HLS] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X\_ Officer (give title Other (specify ONE HEALTHSOUTH PARKWAY 03/02/2007 below) below) President, Diagnostic Division

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

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

BIRMINGHAM, AL 35243

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 7. Nature (Instr. 3) (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Ownership of Indirect anv Code Disposed of (D) Beneficially Form: Beneficial (Instr. 3, 4 and 5) Direct (D) Ownership (Month/Day/Year) (Instr. 8) Owned Following or Indirect (Instr. 4) Reported

(A) Transaction(s) (Instr. 4) (Instr. 3 and 4)

Person

Code V Amount (D) Price

**HEALTHSOUTH** 6,000 03/02/2007 A A \$0 12,000 D (1) Common Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

#### Edgar Filing: HEALTHSOUTH CORP - Form 4

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transactic Code (Instr. 8)	or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year	)	Underlying Se (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 23.19	03/02/2007		A	\$ 11,000	03/02/2008(2)	03/02/2017	HEALTHS Common S

4.

# **Reporting Owners**

2.

Relationships Reporting Owner Name / Address

3. Transaction Date 3A. Deemed

Other Officer Director 10% Owner

**BROPHY R GREGORY** ONE HEALTHSOUTH PARKWAY BIRMINGHAM, AL 35243

President, Diagnostic Division

5. Number of

6. Date Exercisable and

7. Title and Ar

## **Signatures**

1. Title of

/s/ R. Gregory 03/05/2007 **Brophy** 

\*\*Signature of Date Reporting Person

## **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).
- Award of restricted stock pursuant to the Company's 1998 Restricted Stock Plan. The award vests and becomes nonforfietable on March 2, 2010.
- The option becomes exercisable in annual installments over a three-year period, at the rate of 33.3% per year commencing one year after **(2)** the date of grant.

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.

Reporting Owners 2