Envision Healthcare Holdings, Inc.

Form 4

February 10, 2014

FORM 4

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

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to Section 16.

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

January 31, 2005 Estimated average

0.5

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

response...

burden hours per

Expires:

See Instruction 1(b).

(Print or Type Responses)

Norman Kim	Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
	Envision Healthcare Holdings, Inc. [EVHC]	(Check all applicable)		
(Last) (First) (Middle) 6200 S. SYRACUSE WAY, STE 200	3. Date of Earliest Transaction (Month/Day/Year) 02/06/2014	Director 10% Owner _X Officer (give title Other (specify below) SVP of Human Resources		

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

GREENWOOD VILLAGE, CO 80111

(City)	(State)	(Zip) Tabl	le I - Non-l	Derivative	Secu	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	ransaction(A) or Disposed of (D) code (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	02/06/2014		M	3,487	A	\$ 3.19	4,487	D	
Common Stock	02/06/2014		M	3,720	A	\$ 6.06	8,207	D	
Common Stock	02/06/2014		M	4,702	A	\$ 3.69	12,909	D	
Common Stock	02/06/2014		F	5,104	D	\$ 29.509	7,805	D	

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

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SEC 1474 (9-02)

8. I De Sec (In

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 conf Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day/	ate	7. Title and 2. Underlying S (Instr. 3 and	Securities	8 II S (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Options (Rights to Buy)	\$ 3.19	02/06/2014		M	3,487	<u>(1)</u>	03/12/2019	Common Stock	3,487	
Options (Rights to Buy)	\$ 6.06	02/06/2014		M	3,720	<u>(2)</u>	05/18/2020	Common Stock	3,720	
Options (Rights to Buy)	\$ 3.69	02/06/2014		M	4,702	(3)	05/22/2021	Common Stock	4,702	

Reporting Owners

Reporting Owner Name / Address	vner Name / Address			
	Director	10% Owner	Officer	Other

Norman Kim 6200 S. SYRACUSE WAY STE 200 GREENWOOD VILLAGE, CO 80111

SVP of Human Resources

Signatures

/s/ Craig A. Wilson, Attorney-in-Fact for Kimberly
Norman 02/10/2014

**Signature of Reporting Person Date

Reporting Owners 2

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).
 - These options were originally granted on March 12, 2009 as options to purchase common stock of Envision Healthcare Corporation ("EVHC"), formerly known as Emergency Medical Services Corporation, and were scheduled to vest ratably on the first four
- anniversaries of the grant date. In connection with the merger of an indirect subsidiary of the Issuer with and into EVHC, with EVHC as the surviving corporation and an indirect wholly owned subsidiary of the Issuer (the "Merger"), the options converted to fully vested options to purchase common stock of the Issuer pursuant to a rollover agreement between the reporting person and the Issuer (the "Rollover Agreement").
- These options were originally granted on May 18, 2010 as options to purchase common stock of EVHC, which were scheduled to vest on the first four anniversaries of the grant date, subject to continued employment. In connection with the Merger, the options converted to fully vested options to purchase common stock of the Issuer pursuant to the Rollover Agreement.
- (3) These options were granted on May 25, 2011 and vest in five equal annual installments, with the first three installments having vested and the remaining installments scheduled to vest on each of December 31, 2014 and 2015, subject to continued employment.

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.