

SMITH WAYNE T
Form 4
February 27, 2009

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
SMITH WAYNE T

2. Issuer Name and Ticker or Trading Symbol
COMMUNITY HEALTH SYSTEMS INC [CYH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
4000 MERIDIAN BOULEVARD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/25/2009

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, President & CEO

FRANKLIN, TN 37067

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

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| Common Stock | 02/25/2009 | 02/25/2009 | M | 100,000 A | \$ 0 913,996 | D | |
| Common Stock | 02/27/2009 | 02/27/2009 | J | 100,000 D | \$ 0 813,996 | D | |
| Common Stock | | | | | 2,000 | I | Spouse |
| Common Stock | | | | | 100,000 ⁽¹⁾ | I | by GRAT |

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

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.

SEC 1474
(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 of Underlying Security (Instr. 3) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|--------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Performance Based Restricted Stock | \$ 0 | 02/25/2009 | 02/25/2009 | M | 100,000 | (2) | (2) | Common Stock |
| Performance Based Restricted Stock | \$ 0 | | | | | (3) | (3) | Common Stock |
| Stock Options (Right to Buy) | \$ 32.28 | | | | | 02/27/2009 | 02/26/2018 | Common Stock |
| Stock Options (Right to Buy) | \$ 40.41 | | | | | 07/25/2008 | 07/25/2015 | Common Stock |
| Stock Options (Right to Buy) | \$ 13 | | | | | 06/08/2001 | 06/08/2010 | Common Stock |
| Stock Options (Right to Buy) | \$ 20.3 | | | | | 05/22/2004 | 05/22/2013 | Common Stock |
| Stock Options (Right to Buy) | \$ 32.37 | | | | | 02/28/2006 | 02/28/2013 | Common Stock |
| Stock Options (Right to Buy) | \$ 38.3 | | | | | 03/01/2007 | 03/01/2014 | Common Stock |

Buy)

Stock

Options
(Right to
Buy)

\$ 37.21

02/28/2008

02/28/2015

Comm
Stoc

Performance

Based
Restricted
Stock

\$ 0

02/25/2009

02/25/2009

A

250,000

(4)(4)Comm
Stoc

Stock

Options
(Right to
Buy)

\$ 18.18

02/25/2009

02/25/2009

A

50,000

02/25/2010⁽⁵⁾

02/25/2019

Comm
Stoc

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SMITH WAYNE T 4000 MERIDIAN BOULEVARD FRANKLIN, TN 37067 | X | | Chairman, President & CEO | |

Signatures

Rachel A. Seifert, Attorney in Fact for Wayne T.
Smith

02/27/2005

**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) These shares were previously reported as directly beneficially owned but were contributed to a grantor retained annuity trust on February 27, 2009.

(2) The performance objectives governing these shares of Performance Based Restricted Stock have been met, and, accordingly, these shares will now be reported in Table 1 as directly owned shares of Restricted Stock. The restrictions lapse in 1/3 increments on the first, second and third anniversary of the date of grant.

(3) The restrictions on these shares will lapse on 7/25/09, provided that performance objectives for the period 7/1/08 to 6/30/09 are met.

(4) Each performance based restricted share represents a contingent right to receive one share of CYH common stock. There are two elements to the lapsing of the restriction; first, the Company must achieve specified targeted amount of earnings per share from continuing operations, or net revenue from continuing operations, and if the performance objective is met, the vesting restrictions will lapse in 1/3 increments on the first, second and third anniversary of the date of grant. If the objectives are not met, the shares will be forfeited.

(5) Vesting occurs in 1/3 increments on the first, second and third anniversary of 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.