FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

BENEFICIAL OWNERSHIP

TATEMENT	OF	CHA	NGES	IN

OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CI-

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* Sanders Dale					2. Issuer Name and Ticker or Trading Symbol Health Catalyst, Inc. [HCAT]									tionship of Reporting all applicable) Director Officer (give title		on(s) to Iss 10% Ov Other (s	wner	
(Last) (First) (Middle) C/O HEALTH CATALYST, INC. 3165 MILLROCK DRIVE, #400				3. Date of Earliest Transaction (Month/Day/Year) 03/03/2020								below	below) below) Chief Technology Officer					
(Street) SALT LA	AKE U	Г	84121		4.	4. If Amendment, Date of Original Filed (Month/Day/Year)							Line	e) X Form Form	ual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(S	tate)	(Zip)															
		Tal	ble I - No	n-Deri	ivativ	re Se	curi	ties Ac	quired	l, Dis	sposed o	f, or Ber	neficial	y Owne	d			
Da		2. Transaction Date (Month/Day/Year)		ar) E	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4		(A) or . 3, 4 and !	Benefi Owned	ties cially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
							Code	v	Amount	(A) or (D)	Price	Transa	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)		
Common Stock 0.			03/03	3/2020	/2020					27,500	A	\$10.3	8	8,728		D		
Common Stock 03/0		3/2020	2020		S ⁽¹⁾		23,600	D	\$28.32	(2) 6	,128		D					
Common Stock 03/03/2			3/2020	2020		S ⁽¹⁾		3,900	D	\$29.33	(3) 6	61,228		D				
			Table II								osed of, convertib			Owned				
1. Title of Derivative Security (Instr. 3) Price of Derivative Security		e (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)		4. Transaction Code (Instr. 8)		ı of E		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership ect (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisa	ıble	Expiration Date	Title	Amount or Number of Shares					
Stock Option	\$10.3	03/03/2020			M			27,500	10/28/20	19 ⁽⁴⁾	11/09/2025	Common	27,500	\$0.00	136,1	66	D	

Explanation of Responses:

- 1. The sales reported on this Form 4 were made pursuant to a written trading plan adopted by the Reporting Person on November 26, 2019, in accordance with Rule 10b5-1.
- 2. Represents a weighted average price. These shares were sold by the Reporting Person in multiple transactions at prices ranging from \$27.96 to \$28.88, inclusive.
- 3. Represents a weighted average price. These shares were sold by the Reporting Person in multiple transactions at prices ranging from \$28.97 to \$29.72, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in Footnotes (2) and (3).
- 4. 25% of the 163,666 shares underlying the options vested in an annual installment and the remaining balance vested in equal monthly installments until the option was vested in full on Oct. 28, 2019.

Remarks:

/s/ Daniel Orenstein, as Attorney-in-Fact

03/05/2020

** Signature of Reporting Person

Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.