

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>Sanders Dale</u> (Last) (First) (Middle) C/O HEALTH CATALYST, INC. 3165 MILLROCK DRIVE, #400 (Street) SALT LAKE CITY UT 84121 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Health Catalyst, Inc. [HCAT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) <input checked="" type="checkbox"/> Chief Technology Officer Other (specify below) _____
	3. Date of Earliest Transaction (Month/Day/Year) 08/03/2020	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/03/2020		M		1,334	A	\$10.8	165,818	D	
Common Stock	08/03/2020		M		17,870	A	\$10.3	183,688	D	
Common Stock	08/03/2020		M		8,296	A	\$10.3	191,984	D	
Common Stock	08/03/2020		S ⁽¹⁾		8,296	D	\$35.19 ⁽²⁾	183,688	D	
Common Stock	08/03/2020		S ⁽¹⁾		1,334	D	\$35.19 ⁽²⁾	182,354	D	
Common Stock	08/03/2020		S ⁽¹⁾		17,870	D	\$35.7 ⁽³⁾	164,484	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Amount or Number of Shares
Stock Option (Right to Buy)	\$10.8	08/03/2020		M			1,334	(4)	09/27/2028	Common Stock	1,334	\$0.00	470,889	D	
Stock Option (Right to Buy)	\$10.3	08/03/2020		M			26,166	10/28/2019 ⁽⁵⁾	11/09/2025	Common Stock	26,166	\$0.00	0.00	D	

Explanation of Responses:

- 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.
- Represents a weighted average price. These shares were sold by the Reporting Person in multiple transactions at prices ranging from \$34.42 to \$35.41, inclusive.
- Represents a weighted average price. These shares were sold by the Reporting Person in multiple transactions at prices ranging from \$35.43 to \$35.98, 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).
- 25% of the 472,223 shares underlying the options vested in an annual installment on September 25, 2019 and the remaining balance vested or will vest in equal monthly installments until the option vests in full on September 25, 2022.
- 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 vested in full on Oct. 28, 2019.

Remarks:

/s/ Daniel Orenstein, as 08/05/2020

Attorney-in-Fact

** 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.