

OMB APPROVAL	
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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

1. Name and Address of Reporting Person* <u>Cozzens Todd C</u> <hr/> (Last) (First) (Middle) C/O HEALTH CATALYST, INC. 3165 MILLROCK DRIVE, #400 <hr/> (Street) SALT LAKE UT 84121 CITY <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 07/24/2019	3. Issuer Name and Ticker or Trading Symbol <u>Health Catalyst, Inc. [ HCAT ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) <hr/> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	90,364	D	

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series C Preferred Stock	(1)	(1)	Common Stock	43,967	(1)	D	
Series D Preferred Stock	(2)	(2)	Common Stock	6,344	(2)	I	By Matoaka, LLC <sup>(3)</sup>
Series E Preferred Stock	(4)	(4)	Common Stock	943,484	(4)	I	By Leerink Transformation Fund I, L.P. <sup>(5)</sup>
Stock Option (Right to Buy)	(6)	03/30/2026	Common Stock	22,136	10.34	D	

**Explanation of Responses:**

- Each share of Series C Preferred Stock is convertible on a one-for-one basis into the number of shares of the Issuer's common stock shown in column 3 at any time at the holder's election and automatically upon the closing of the Issuer's initial public offering. The Series C Preferred Stock has no expiration date.
- Each share of Series D Preferred Stock is convertible on a one-for-one basis into the number of shares of the Issuer's common stock shown in column 3 at any time at the holder's election and automatically upon the closing of the Issuer's initial public offering. The Series D Preferred Stock has no expiration date.
- The shares are held by Matoaka, LLC and the Reporting Person holds the voting and dispositive power over the shares.
- Each share of Series E Preferred Stock is convertible on a one-for-one basis into the number of shares of the Issuer's common stock shown in column 3 at any time at the holder's election and automatically upon the closing of the Issuer's initial public offering. The Series E Preferred Stock has no expiration date.
- The shares are held by Leerink Transformation Fund I, L.P. ("Leerink") and the Reporting Person is a co-founder and Managing Partner of Leerink and holds voting and dispositive power over the shares.
- 25% of the shares vested on August 9, 2017; and the remaining 75% vest in 36 equal monthly installments thereafter.

**Remarks:**

Exhibit 24 - Power of Attorney

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

07/24/2019

\*\* 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 5 (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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Daniel Orenstein, J. Patrick Nelli, and Jason Alger, signing singly, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Health Catalyst, Inc. (the "Company"), (i) Form 10-K, including any attached documents, to effect the assignment
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, Schedule 13D, Schedule 13G or any amendments thereto and timely
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it be

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company.  
IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 24th day of July, 2019.

/s/ Todd Cozzens

Name: Todd Cozzens