

HEALTHSOUTH CORP
Form SC 13G/A
February 14, 2017
**SECURITIES
AND
EXCHANGE
COMMISSION
Washington,
D.C. 20549**

**SCHEDULE
13G/A**

Under the
Securities
Exchange Act of
1934

(Amendment No.
1)*

Healthsouth
Corporation
(Name of Issuer)

Common Stock,
par value \$0.01
per share
(Title of Class of
Securities)

421924309
(CUSIP Number)

December 31,
2016
(Date of event
which requires
filing of this
statement)

Check the
appropriate box
to designate the
rule pursuant to
which this

Schedule 13G is
filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

(Page 1 of 4
Pages)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes)

1	NAMES OF REPORTING PERSONS
	Highbridge Capital Management, LLC
2	CHECK THE APPROPRIATE BOX IF A MEMBER (b) " " OF A GROUP
3	SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION
4	State of Delaware
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 SOLE VOTING POWER 0 SHARED VOTING POWER
6	6,413,515 shares of Common Stock issuable upon exercise of warrants and conversion of convertible notes
7	SOLE DISPOSITIVE POWER
8	0 SHARED DISPOSITIVE

POWER

6,413,515
shares of
Common Stock
issuable upon
exercise of
warrants and
conversion of
convertible
notes

AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

9

6,413,515 shares of
Common Stock
issuable upon exercise
of warrants and
conversion of
convertible notes

10

CHECK BOX
IF THE
AGGREGATE
AMOUNT IN ..
ROW (9)
EXCLUDES
CERTAIN
SHARES
PERCENT OF
CLASS

11

REPRESENTED BY
AMOUNT IN ROW
(9)

12

6.67%
TYPE OF
REPORTING
PERSON

IA, OO

This Amendment No. 1 (this "Amendment No. 1") amends the statement on Schedule 13G filed with the Securities and Exchange Commission (the "SEC") on August 17, 2016 (the "Original Schedule 13G" and together with this Amendment No. 1 the "Schedule 13G"), with respect to the shares of Common Stock, par value \$0.01 per share (the "Common Stock"), of Healthsouth Corporation, a Delaware corporation (the "Company"). Capitalized terms used herein and not otherwise defined have the meanings set forth in the Schedule 13G. This Amendment No. 1 amends and restates Item 4 in its entirety as set forth below.

Item 4. OWNERSHIP.

(a) Amount beneficially owned:

As of December 31, 2016,
Highbridge Capital
Management, LLC, as the
trading manager of Highbridge
International LLC and
Highbridge Tactical Credit &
Convertibles Master Fund, L.P.
(collectively, the "Highbridge
Funds"), may be deemed to be
the beneficial owner of
6,413,515 shares of Common
Stock issuable upon exercise of
warrants and conversion of
convertible notes held by the
Highbridge Funds.

(b) Percent of class:

The percentages used herein
and in the rest of this Schedule
13G/A are calculated based
upon 89,796,334 shares of
Common Stock outstanding as
of October 21, 2016, as reported
in the Company's Quarterly
Report on Form 10-Q for the
quarterly period ended
September 30, 2016 filed with
the SEC on October 28, 2016
and assumes the exercise of the
reported warrants and
convertible notes. Therefore, as
of December 31, Highbridge

Capital Management, LLC may be deemed to beneficially own approximately 6.67% of the outstanding shares of Common Stock of the Company.

The foregoing should not be construed in and of itself as an admission by the Reporting Person as to beneficial ownership of the shares of Common Stock held by the Highbridge Funds.

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SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

DATED: February 14, 2017

HIGHBRIDGE CAPITAL MANAGEMENT, LLC

By: /s/ John Oliva

Name: John Oliva

Title: Managing Director