

Envision Healthcare Holdings, Inc.
 Form 4
 July 17, 2014

FORM 4

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

OMB APPROVAL

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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 *
 Owen Randel G

2. Issuer Name and Ticker or Trading Symbol
 Envision Healthcare Holdings, Inc.
 [EVHC]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 6200 S. SYRACUSE WAY, STE 200
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 07/16/2014

Director 10% Owner
 Officer (give title below) Other (specify below)
 EVP, COO and CFO

GREENWOOD VILLAGE, CO 80111
 (City) (State) (Zip)

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

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) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---------|--------|---|--|-----------------------------------|----------------------|
| | | | | Code | V | Amount | | | | (A) or (D) |
| Common Stock | 05/28/2014 | | G | V | 30,000 | D | \$ 0 | 577,683 | D | Beneficial Ownership |
| Common Stock | 07/16/2014 | | M | | 174,375 | A | \$ 6.06 | 752,058 | D | Beneficial Ownership |
| Common Stock | 07/16/2014 | | M | | 75,000 | A | \$ 3.69 | 827,058 | D | Beneficial Ownership |
| Common Stock | 07/16/2014 | | S | | 249,375 | D | \$ 32.895 | 577,683 | D | Beneficial Ownership |

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

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(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 and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Options (Rights to Buy) | \$ 6.06 | 07/16/2014 | | M | 174,375 | ⁽²⁾ 05/18/2020 | Common Stock 174,375 |
| Options (Rights to Buy) | \$ 3.69 | 07/16/2014 | | M | 75,000 | ⁽³⁾ 05/22/2021 | Common Stock 75,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Owen Randel G 6200 S. SYRACUSE WAY STE 200 GREENWOOD VILLAGE, CO 80111 | X | | EVP, COO and CFO | |

Signatures

/s/ Craig A. Wilson, Attorney-in-Fact for Randel G. Owen 07/17/2014

__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) This amount represents the public offering price per share of the Issuer's common stock of \$34.00, less the underwriting discount of \$1.105.
- (2) These options were originally granted on May 18, 2010 as options to purchase common stock of Envision Healthcare Corporation ("EVHC"), formerly known as Emergency Medical Services Corporation, and were scheduled to vest ratably on the first four anniversaries of the grant date. In connection with the merger of an indirect subsidiary of the Issuer with and into EVHC, with EVHC as the surviving corporation and an indirect wholly owned subsidiary of the Issuer, the options converted to fully vested options to purchase

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common stock of the Issuer pursuant to a rollover agreement between the reporting person and the Issuer.

- (3) These options were granted on May 25, 2011 and vest in five equal annual installments, with the first three installments having vested and the remaining installments scheduled to vest on each of December 31, 2014 and 2015, subject to continued employment.

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

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