

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)

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\*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)

<b>1</b>	NAMES OF REPORTING PERSONS
	Highbridge Capital Management, LLC
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER (b) " OF A GROUP
<b>3</b>	SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION
<b>4</b>	State of Delaware
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	SOLE VOTING POWER
<b>5</b>	0
<b>6</b>	SHARED VOTING POWER
	6,413,515 shares of Common Stock issuable upon exercise of warrants and conversion of convertible notes
<b>7</b>	SOLE DISPOSITIVE POWER
<b>8</b>	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  
REPRESENTED BY  
AMOUNT IN ROW  
(9)

11

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