FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

				tion 30(h) of the Inv		pany Act of 1940					
1. Name and Address of Reporting Person*  JOHNS MICHAEL M E  (Last) (First) (Middle)  12400 HIGH BLUFF DRIVE  SUITE 100				er Name <b>and</b> Ticker  N HEALTHC  Of Earliest Transac  2021	ARE SĚŘ	VICES INC [		tionship of Reporting all applicable) Director Officer (give title below)	10% C	Owner (specify	
			4. If Am	endment, Date of C	Original Filed (	(Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) SAN DIEGO	CA	92130					X	Form filed by One Form filed by Mor Person			
(City)	(State)	(Zip)									
	Т	able I - Nor	1-Derivative S	ecurities Acqu	ıired, Disp	osed of, or Benefi	cially	Owned			
Date			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transaction Code (Instr.	4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)		5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial	

Table 1 - 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. Transa Code ( 8)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
			Code V		Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock	04/21/2021		<b>M</b> <sup>(1)</sup>		2,826	A	\$0.00	42,826	D			
Common Stock	04/21/2021		M <sup>(2)</sup>		2,153	A	\$0.00	44,979	D			
Common Stock	04/21/2021		M <sup>(3)</sup>		3,365	A	\$0.00	48,344	D			
Common Stock	04/21/2021		M <sup>(4)</sup>		3,793	A	\$0.00	52,137	D			
Common Stock	04/21/2021		M <sup>(5)</sup>		5,532	A	\$0.00	57,669	D			
Common Stock	04/21/2021		M <sup>(6)</sup>		10,490	A	\$0.00	68,159	D			
Common Stock	04/21/2021		M <sup>(7)</sup>		9,563	A	\$0.00	77,722	D			
Common Stock	04/21/2021		M <sup>(8)</sup>		9,563	A	\$0.00	87,285	D			
Common Stock	04/21/2021		<b>M</b> <sup>(9)</sup>		1,984	A	\$0.00	89,269	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. Transa Code ( 8)		of		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	Title	Amount or Number of Shares				
Restricted Stock Units	(10)	04/21/2021		M			2,826	(11)	(12)	Common Stock	2,826	\$0.00	0	D	
Restricted Stock Units	(10)	04/21/2021		M			2,153	(13)	(12)	Common Stock	2,153	\$0.00	0	D	
Restricted Stock Units	(14)	04/21/2021		М			3,365	(15)	(12)	Common Stock	3,365	\$0.00	0	D	
Restricted Stock Units	(14)	04/21/2021		M			3,793	(16)	(12)	Common Stock	3,793	\$0.00	0	D	
Restricted Stock Units	(14)	04/21/2021		М			5,532	(17)	(12)	Common Stock	5,532	\$0.00	0	D	
Restricted Stock Units	(14)	04/21/2021		М			10,490	(18)	(12)	Common Stock	10,490	\$0.00	0	D	
Restricted Stock Units	(14)	04/21/2021		М			9,563	(19)	(12)	Common Stock	9,563	\$0.00	0	D	
Restricted Stock Units	(14)	04/21/2021		М			9,563	(20)	(12)	Common Stock	9,563	\$0.00	0	D	
Restricted Stock Units	(14)	04/21/2021		М			1,984	(21)	(12)	Common Stock	1,984	\$0.00	0	D	

#### **Explanation of Responses:**

- 1. AMN Common Stock acquired on the vesting of Restricted Stock Units ("RSUs").
- 2. The acquisition of Common Stock set forth in this row resulted from the deferred release of a RSU award granted on April 18, 2018. The reporting person elected to defer receipt of these RSUs until his retirement from the Company's Board of Directors.
- 3. The acquisition of Common Stock set forth in this row resulted from the deferred release of a RSU award granted on April 18, 2017. The reporting person elected to defer receipt of these RSUs until his retirement from the Company's Board of Directors.
- 4. The acquisition of Common Stock set forth in this row resulted from the deferred release of a RSU award granted on April 20, 2016. The reporting person elected to defer receipt of these RSUs until his retirement from the Company's Board of Directors.
- 5. The acquisition of Common Stock set forth in this row resulted from the deferred release of a RSU award granted on April 22, 2015. The reporting person elected to defer receipt of these RSUs until his retirement from the Company's Board of Directors.
- 6. The acquisition of Common Stock set forth in this row resulted from the deferred release of a RSU award granted on April 23, 2014. The reporting person elected to defer receipt of these RSUs until his retirement from the Company's Board of Directors.
- 7. The acquisition of Common Stock set forth in this row resulted from the deferred release of a RSU award granted on April 13, 2010. The reporting person elected to defer receipt of these RSUs until his retirement from the Company's Board of Directors.
- 8. The acquisition of Common Stock set forth in this row resulted from the deferred release of a RSU award granted on April 9, 2009. The reporting person elected to defer receipt of these RSUs until his retirement from the Company's Board of Directors.
- 9. The acquisition of Common Stock set forth in this row resulted from the deferred release of a RSU award granted on December 23, 2008. The reporting person elected to defer receipt of these RSUs until his retirement from the Company's Board of Directors.
- 10. The RSUs were granted pursuant to the AMN Healthcare 2017 Equity Plan. Each RSU represents a contingent right to receive one share of AMN Common Stock.
- 11. The RSUs were granted on April 24, 2013 and vest on the earlier of (i) the one year anniversary of the grant date, or (ii) the date of the Company's 2014 Annual Meeting of Shareholders.
- 12. RSUs do not have an expiration date.
- 13. The RSUs were granted on April 18, 2018 and vest on the earlier of (i) the one year anniversary of the grant date, or (ii) the date of the Company's 2019 Annual Meeting of Shareholders.
- 14. The RSUs were granted pursuant to the AMN Healthcare Equity Plan. Each RSU represents a contingent right to receive one share of AMN Common Stock.
- 15. The RSUs were granted on April 18, 2017 and vest on the earlier of (i) the one year anniversary of the grant date, or (ii) the date of the Company's 2018 Annual Meeting of Shareholders.
- 16. The RSUs were granted on April 20, 2016 and vest on the earlier of (i) the one year anniversary of the grant date, or (ii) the date of the Company's 2017 Annual Meeting of Shareholders.
- 17. The RSUs were granted on April 22, 2015 and vest on the earlier of (i) the one year anniversary of the grant date, or (ii) the date of the Company's 2016 Annual Meeting of Shareholders.
- 18. The RSUs were granted on April 23, 2014 and vest on the earlier of (i) the one year anniversary of the grant date, or (ii) the date of the Company's 2015 Annual Meeting of Shareholders.
- 19. The RSUs were granted on April 13, 2010 and vested in three tranches on the first, second and third anniversaries of the grant date.
- 20. The RSUs were granted on April 9, 2009 and vested in three tranches on the first, second and third anniversaries of the grant date.
- 21. The RSUs were granted on April 8, 2008 and vested in three tranches on the first, second and third anniversaries of the grant date.

#### Remarks:

/s/ Denise L. Jackson, as attorney-in-fact on behalf of Michael M.E. Johns, M.D.

\*\* 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.

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