

VANGUARD HEALTH SYSTEMS INC  
 Form 4  
 October 03, 2013

**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 \*  
**BLACKSTONE MANAGEMENT ASSOCIATES IV LLC**

2. Issuer Name and Ticker or Trading Symbol  
**VANGUARD HEALTH SYSTEMS INC [VHS]**

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

(Last) (First) (Middle)  
**C/O THE BLACKSTONE GROUP L.P., 345 PARK AVENUE**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**10/01/2013**

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  
 10% Owner  
 \_\_\_\_ Other (specify below)

**NEW YORK, NY 10154**

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

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 10/01/2013                           |  | D <sup>(1)</sup>               | 20,585,466  | D \$ 21 0   | I  | See Footnotes (1) (2) (3) (4)                         |
| Common Stock                    | 10/01/2013                           |  | D <sup>(1)</sup>               | 385,659   | D \$ 21 0   | I  | See Footnotes (1) (2) (3) (5)                         |
| Common Stock                    | 10/01/2013                           |  | D <sup>(1)</sup>               | 1,248,232   | D \$ 21 0   | I  | See Footnotes (1) (2) (3) (6)                         |
| Common                          | 10/01/2013                           |  | D <sup>(1)</sup>               | 3,601,578   | D \$ 21 0   | I  | See   |

| Stock        |            |  |                  |           |   |         |   | Footnotes<br>(1) (2) (3) (7)            |
|--------------|------------|--|------------------|-----------|---|---------|---|---|
| Common Stock | 10/01/2013 |  | D <sup>(1)</sup> | 782,538   | D | \$ 21 0 | I | See<br>Footnotes<br>(1) (2) (3) (8)     |
| Common Stock | 10/01/2013 |  | D <sup>(1)</sup> | 1,290,366 | D | \$ 21 0 | I | See<br>Footnotes<br>(1) (2) (3) (9)     |
| Common Stock | 10/01/2013 |  | D <sup>(1)</sup> | 1,487,725 | D | \$ 21 0 | I | See<br>Footnotes<br>(1) (2) (3)<br>(10) |

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

**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 control number.**

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares                                       |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| BLACKSTONE MANAGEMENT ASSOCIATES IV LLC<br>C/O THE BLACKSTONE GROUP L.P.<br>345 PARK AVENUE<br>NEW YORK, NY 10154 |               |           | X       |       |
| BGP IV SIDE-BY-SIDE GP L.L.C.<br>C/O THE BLACKSTONE GROUP L.P.  |               |           | X       |       |

345 PARK AVENUE  
NEW YORK, NY 10154

Blackstone Holdings III L.P.  
C/O THE BLACKSTONE GROUP L.P. X  
345 PARK AVENUE  
NEW YORK, NY 10154

Blackstone Holdings III GP L.P.  
C/O THE BLACKSTONE GROUP L.P. X  
345 PARK AVENUE  
NEW YORK, NY 10154

Blackstone Holdings III GP Management L.L.C.  
C/O THE BLACKSTONE GROUP L.P. X  
345 PARK AVENUE  
NEW YORK, NY 10154

Blackstone Group L.P.  
345 PARK AVENUE X  
NEW YORK, NY 10154

Blackstone Group Management L.L.C.  
C/O THE BLACKSTONE GROUP L.P. X  
345 PARK AVENUE  
NEW YORK, NY 10154

SCHWARZMAN STEPHEN A  
C/O THE BLACKSTONE GROUP L.P. X  
345 PARK AVENUE  
NEW YORK, NY 10154

## Signatures

BLACKSTONE MANAGEMENT ASSOCIATES IV L.L.C., By: /s/ John G. Finley, Name:  
John G. Finley, Title: Chief Legal Officer 10/03/2013  
Date

\_\_Signature of Reporting Person

BCP IV SIDE-BY-SIDE GP L.L.C., By: /s/ John G. Finley, Name: John G. Finley, Title:  
Chief Legal Officer 10/03/2013  
Date

\_\_Signature of Reporting Person

BLACKSTONE HOLDINGS III L.P., By: Blackstone Holdings III GP L.P., its General  
Partner, By: Blackstone Holdings III GP Management L.L.C., its General Partner, By: /s/ John  
G. Finley, Name: John G. Finley, Title: Chief Legal Officer 10/03/2013  
Date

\_\_Signature of Reporting Person

BLACKSTONE HOLDINGS III GP L.P., By: Blackstone Holdings III GP Management  
L.L.C., its General Partner, By: /s/ John G. Finley, Name: John G. Finley, Title: Chief Legal  
Officer 10/03/2013  
Date

\_\_Signature of Reporting Person

BLACKSTONE HOLDINGS III GP MANAGEMENT L.L.C., By: /s/ John G. Finley, Name:  
John G. Finley, Title: Chief Legal Officer 10/03/2013  
Date

\_\_Signature of Reporting Person

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THE BLACKSTONE GROUP L.P., By: Blackstone Group Management L.L.C., its General Partner, By: /s/ John G. Finley, Name: John G. Finley, Title: Chief Legal Officer 10/03/2013  
\*\*Signature of Reporting Person Date

BLACKSTONE GROUP MANAGEMENT L.L.C., By: /s/ John G. Finley, Name: John G. Finley, Title: Chief Legal Officer 10/03/2013  
\*\*Signature of Reporting Person Date

STEPHEN A. SCHWARZMAN, By: /s/ Stephen A. Schwarzman, Name: Stephen A. Schwarzman 10/03/2013  
\*\*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 Form 4 is being filed solely to add additional entities affiliated with the direct holders of the reported securities reported herein as Reporting Persons which may be deemed to indirectly beneficially own the securities reported herein.  
The general partner of each of Blackstone FCH Capital Partners IV L.P., Blackstone Health Commitment Partners L.P., Blackstone Capital Partners IV-A L.P., Blackstone FCH Capital Partners IV-A L.P., Blackstone FCH Capital Partners IV-B L.P. and Blackstone Health Commitment Partners-A L.P is Blackstone Management Associates IV L.L.C. The general partner for Blackstone Family Investment Partnership IV-A L.P. is BCP IV Side-by-Side GP L.L.C.(continued to Footnote 3)
- (2) The majority of the membership interests in Blackstone Management Associates IV L.L.C. are held by Blackstone Holdings III L.P. The sole member of BCP IV Side-by-Side GP L.L.C. is Blackstone Holdings III L.P. The general partner of Blackstone Holdings III L.P. is Blackstone Holdings III GP L.P. The general partner of Blackstone Holdings III GP L.P. is Blackstone Holdings III GP Management L.L.C. The sole member of Blackstone Holdings III GP Management L.L.C. is The Blackstone Group L.P. The general partner of The Blackstone Group L.P. is Blackstone Group Management L.L.C. Blackstone Group Management L.L.C. is wholly owned by Blackstone's senior managing directors and controlled by its founder, Stephen A. Schwarzman.
- (3) Represents shares held by Blackstone FCH Capital Partners IV LP.
- (4) Represents shares held by Blackstone Capital Partners IV-A LP.
- (5) Represents shares held by Blackstone Family Investment Partnership IV-A LP.
- (6) Represents shares held by Blackstone Health Commitment Partners LP.
- (7) Represents shares held by Blackstone Health Commitment Partners -A LP.
- (8) Represents shares held by Blackstone FCH Capital Partners IV-A LP.
- (9) Represents shares held by Blackstone FCH Capital Partners IV-B LP.
- (10)

### Remarks:

Due to the limitations of the Securities and Exchange Commission's EDGAR system, Blackstone FCH Capital Partners IV LP

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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