

GLOBAL HEALTHCARE REIT, INC.
Form SC 13D/A
January 23, 2018

**SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

SCHEDULE 13D

(Rule 13d-101)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13d-1(a)
AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)**

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

GLOBAL HEALTHCARE REIT, INC.

(Name of Issuer)

Common Stock, par value \$0.05 per share

(Title of Class of Securities)

37953J107

(CUSIP Number)

Michael J. Fox

Park City Capital, LLC

200 Crescent Court, Suite 1575

Dallas, Texas 75201

(214) 855-0800

With a Copy to:

Derek D. Bork

Thompson Hine LLP

3900 Key Center

127 Public Square

Cleveland, Ohio 44114

(216) 566-5500

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

January 22, 2018

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box " .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. *See* §240.13d-7 for other parties to whom copies are to be sent.

* 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 disclosures provided in a prior cover page.

The information required on 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*).

CUSIP No. **37953J107 13D** Page 2 of 6 Pages

	NAME OF REPORTING PERSON
1	Park City Capital Offshore Master, Ltd.
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
2	(a) .. (b) ..
	SEC USE ONLY
3	
	SOURCE OF FUNDS
4	
	None CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)
5	
	CITIZENSHIP OR PLACE OF
6	

ORGANIZATION

**Cayman
Islands**

SOLE
VOTING
7 POWER **0**

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY **8** SHARED
VOTING
POWER **0**

EACH
REPORTING **9** SOLE
DISPOSITIVE
POWER **0**

PERSON WITH **10** SHARED
DISPOSITIVE
POWER **0**

11 AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY
REPORTING PERSON

12 **0**
CHECK IF
THE
AGGREGATE
AMOUNT
IN ROW
(11) ..
EXCLUDES
CERTAIN
SHARES

13 PERCENT
OF CLASS
REPRESENTED
BY
AMOUNT
IN ROW
(11)

0%
TYPE OF
REPORTING
PERSON

14

CO

CUSIP No. **37953J107 13D** Page 3 of 6 Pages

	NAME OF REPORTING PERSON
1	
	Park City Capital, LLC
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) .. (b) ..
2	
	SEC USE ONLY
3	
	SOURCE OF FUNDS
4	
	None
	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)
5	
	CITIZENSHIP OR PLACE OF ORGANIZATION
6	

Texas

SOLE
VOTING
7 POWER 0

NUMBER OF

SHARES SHARED
VOTING
BENEFICIALLY 8 POWER 0

OWNED BY SOLE
DISPOSITIVE
EACH 9 POWER 0

REPORTING

PERSON WITH SHARED
DISPOSITIVE
10 POWER 0

11 AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY
REPORTING PERSON

0
CHECK IF
THE
AGGREGATE
AMOUNT
IN ROW
12 (11) ..
EXCLUDES
CERTAIN
SHARES

13 PERCENT
OF CLASS
REPRESENTED
BY
AMOUNT
IN ROW
(11)

0%
TYPE OF
REPORTING
PERSON

14

IA

CUSIP No. **37953J107 13D** Page 4 of 6 Pages

	NAME OF REPORTING PERSON
1	
	Michael J. Fox CHECK THE APPROPRIATE BOX IF A (a) .. MEMBER (b) .. OF A GROUP
2	
	SEC USE ONLY
3	
	SOURCE OF FUNDS
4	
	None CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED .. PURSUANT TO ITEM 2(d) or 2(e)
5	
	CITIZENSHIP OR PLACE OF ORGANIZATION
6	

USA

SOLE
VOTING
7 POWER **0**

NUMBER OF

SHARES SHARED
VOTING
BENEFICIALLY **8** POWER **0**

OWNED BY
EACH **9** SOLE
DISPOSITIVE
POWER **0**

REPORTING

PERSON WITH SHARED
DISPOSITIVE
10 POWER **0**

11 AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY
REPORTING PERSON

12 **0**
CHECK IF
THE
AGGREGATE
AMOUNT
IN ROW
(11) ..
EXCLUDES
CERTAIN
SHARES

13 PERCENT
OF CLASS
REPRESENTED
BY
AMOUNT
IN ROW
(11)

14 **0%**

TYPE OF
REPORTING
PERSON

IN

CUSIP No. **37953J107 13D** Page 5 of 6 Pages

Item 1. Security and Issuer.

This Amendment No. 1 to Statement of Beneficial Ownership on Schedule 13D (this “Amendment No. 1”) amends the Statement of Beneficial Ownership on Schedule 13D filed by the Reporting Persons on January 10, 2014 (as amended, the “Schedule 13D” or this “Statement”), with respect to the Common Stock, par value \$0.05 per share (the “Common Stock”), of Global Healthcare REIT, Inc., a Utah corporation (the “Company”). Capitalized terms used but not defined in this Amendment No. 1 shall have the meanings set forth in the Schedule 13D. Except as amended and supplemented by this Amendment No. 1, the Schedule 13D remains unchanged.

This Amendment No. 1 represents the final amendment to the Schedule 13D and constitutes an exit filing for the Reporting Persons as the Reporting Persons beneficially own less than five percent of the shares of Common Stock.

Item 5. Interest in Securities of the Issuer.

(a)-(b) As of January 22, 2018, the Reporting Persons no longer beneficially own any shares of Common Stock.

(c) On January 22, 2018, the Master Fund sold 1,333,334 shares of Common Stock through the open market at a price per share of \$0.3037 for total aggregate proceeds of approximately \$404,934 (including brokerage commissions).

(e) As of January 22, 2018, the Reporting Persons ceased to be the beneficial owner of more than five percent of the shares of Common Stock.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Pursuant to rule 13d-1(k) promulgated under the Securities Exchange Act of 1934, as amended, the Reporting Persons have entered into an agreement with respect to the joint filing of this Amendment No. 1, which agreement is set forth on the signature page to this Statement.

CUSIP No. **37953J107 13D** Page 6 of 6 Pages

SIGNATURE

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

In accordance with Rule 13d-1(k)(1)(iii) under the Securities Exchange Act of 1934, as amended, the persons named below agree to the joint filing on behalf of each of them of this Statement on Schedule 13D with respect to the Common Stock of the Company.

Dated: January 23, 2018

**PARK CITY
CAPITAL
OFFSHORE
MASTER, LTD.**

By: /s/ Michael J. Fox
Michael J. Fox,
Director

**PARK CITY
CAPITAL, LLC**

By: /s/ Michael J. Fox
Michael J. Fox,
Manager

MICHAEL J. FOX

By: /s/ Michael J. Fox
Michael J. Fox