

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*).

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

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**

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

**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**

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

**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**

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**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.



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**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