

HealthSpring, Inc.  
Form 8-K  
November 21, 2008

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM 8-K  
CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934  
Date of Report (Date of earliest event reported): November 21, 2008 (November 20, 2008)  
HEALTHSPRING, INC.**

*(Exact name of registrant as specified in charter)*

<b>Delaware</b> <i>(State or other jurisdiction of incorporation)</i>	<b>001-32739</b> <i>(Commission File Number)</i>	<b>20-1821898</b> <i>(IRS Employer Identification No.)</i>
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<b>9009 Carothers Parkway</b> <b>Suite 501</b> <b>Franklin, Tennessee</b> <i>(Address of principal executive offices)</i>	<b>37067</b> <i>(Zip Code)</i>
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**(615) 291-7000**

*(Registrant's telephone number, including area code)*

**Not Applicable**

*(Former name or former address, if changed since last report)*

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On November 20, 2008, HealthSpring, Inc. (the Company ) issued a press release announcing the retirement of Kevin M. McNamara, Executive Vice President and Chief Financial Officer of the Company, effective May 31, 2009. A copy of the press release is attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press Release issued by HealthSpring, Inc. dated November 20, 2008.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**HEALTHSPRING, INC.**

By: /s/ J. Gentry Barden  
J. Gentry Barden  
Senior Vice President, General Counsel,  
and Secretary

Date: November 21, 2008