| FORM | 4 |
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#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| (Print or Type Responses)                                                                                                                                         |       |                                                                                                                                                                                      |            |   |                                                                         |                                                                                                                                                     |       |                                                                                    |                                                |                         |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|---|-------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------|-------|------------------------------------------------------------------------------------|------------------------------------------------|-------------------------|
| 1. Name and Address of Reporting Person <sup>*</sup> 2. Issuer Name and Ticker or Trading Symbol         Schmidt David       Apollo Medical Holdings, Inc. [AMEH] |       |                                                                                                                                                                                      |            |   |                                                                         | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>_X_ Director10% Owner                                                 |       |                                                                                    |                                                |                         |
| (Last) (First)<br>700 N. BRAND BLVD, SUITE 1400                                                                                                                   |       | 3. Date of Earliest Transaction (Month/Day/Year)      Officer (give title below)      Other (specify below)         09/14/2016      Other (specify below)      Other (specify below) |            |   |                                                                         |                                                                                                                                                     |       |                                                                                    |                                                |                         |
| (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) GLENDALE, CA 91203                                                                                  |       |                                                                                                                                                                                      |            |   |                                                                         | 6. Individual or Joint/Group Filing(Check Applicable Line)<br>_X_Form filed by One Reporting Person<br>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     2. Transaction       (Instr. 3)     Date       (Month/Day/Ye                                                                             |       | Execution Date, if any                                                                                                                                                               | (Instr. 8) |   | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |                                                                                                                                                     |       | 5. Amount of Securities Beneficially<br>Owned Following Reported<br>Transaction(s) | Ownership<br>Form: 0f Indire<br>Benefic        | Beneficial              |
|                                                                                                                                                                   |       | (Month/Day/Year)                                                                                                                                                                     | Code       | v | Amount                                                                  | (A) or<br>(D)                                                                                                                                       | Price | (Instr. 3 and 4)                                                                   | Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | Ownership<br>(Instr. 4) |

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

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#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, ontions, convertible securities)

| -           | (e.g., puts, cans, warrants, options, convertible securities) |                  |                    |              |                          |              |                 |                             |                     |                  |             |              |                |             |            |
|-------------|---------------------------------------------------------------|------------------|--------------------|--------------|--------------------------|--------------|-----------------|-----------------------------|---------------------|------------------|-------------|--------------|----------------|-------------|------------|
| 1. Title of | 2.                                                            | 3. Transaction   | 3A. Deemed         | 4. 5. Number |                          |              | er              | 6. Date Exercisab           | 7. Title and Amount |                  | 8. Price of | 9. Number of | 10.            | 11. Nature  |            |
| Derivative  | Conversion                                                    | Date             | Execution Date, if | Transact     | ransaction of Derivative |              | Expiration Date |                             | of Underlying       |                  | Derivative  | Derivative   | Ownership      | of Indirect |            |
| Security    | or Exercise                                                   | (Month/Day/Year) | any                | Code         |                          | Securitie    | s               | (Month/Day/Year             | r)                  | Securities       |             | Security     | Securities     | Form of     | Beneficial |
| (Instr. 3)  | Price of                                                      |                  | (Month/Day/Year)   | (Instr. 8)   |                          | Acquired (A) |                 | 1                           |                     | (Instr. 3 and 4) |             | (Instr. 5)   | Beneficially   | Derivative  | Ownership  |
|             | Derivative                                                    |                  |                    |              |                          | or Dispos    |                 |                             |                     |                  |             |              | Security:      | (Instr. 4)  |            |
|             | Security                                                      |                  |                    |              |                          | of (D)       |                 |                             |                     |                  |             |              | 0              | Direct (D)  |            |
|             |                                                               |                  |                    |              |                          | (Instr. 3,   | 4,              |                             |                     |                  |             |              | 1              | or Indirect |            |
|             |                                                               |                  |                    |              |                          | and 5)       |                 |                             |                     |                  | 1           |              | Transaction(s) | < / <       |            |
|             |                                                               |                  |                    |              |                          |              |                 |                             |                     |                  | Amount      |              | (Instr. 4)     | (Instr. 4)  |            |
|             |                                                               |                  |                    |              |                          |              |                 | Date                        | Expiration          |                  | or          |              |                |             |            |
|             |                                                               |                  |                    |              |                          |              |                 | Exercisable                 | Date                | Title            | Number      |              |                |             |            |
|             |                                                               |                  |                    | <b>a</b> 1   | * *                      | (1)          |                 |                             |                     |                  | of          |              |                |             |            |
|             |                                                               |                  |                    | Code         | V                        | (A)          | (D)             |                             |                     |                  | Shares      |              |                |             |            |
| Stock       |                                                               |                  |                    |              |                          |              |                 |                             |                     |                  |             |              |                |             |            |
| Option      |                                                               |                  |                    |              |                          |              |                 |                             |                     | Common<br>Stock  |             |              |                | _           |            |
| (right to   | \$ 5                                                          | 09/14/2016       |                    | A            |                          | 20,000       |                 | 10/14/2016 <mark>(1)</mark> | 09/14/2026          | Stock            | 20,000      | \$ 0         | 20,000         | D           |            |
|             |                                                               |                  |                    |              |                          |              |                 |                             |                     | SIOCK            |             |              |                |             |            |
| buy)        |                                                               |                  |                    |              |                          |              |                 |                             |                     |                  |             |              |                |             |            |

## **Reporting Owners**

| Reporting Owner Name /<br>Address                                      | Relationships |              |         |       |  |  |  |  |
|------------------------------------------------------------------------|---------------|--------------|---------|-------|--|--|--|--|
|                                                                        | Director      | 10%<br>Owner | Officer | Other |  |  |  |  |
| Schmidt David<br>700 N. BRAND BLVD<br>SUITE 1400<br>GLENDALE, CA 91203 | Х             |              |         |       |  |  |  |  |

## Signatures

| /s/David Schmidt                 | 02/28/2017 |  |
|----------------------------------|------------|--|
| ***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) The option vests at the rate of one-twelfth of the shares per month commencing October 14, 2016.

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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