FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHANGE
obligations may continue. See Instruction 1(b).	Filed pursuant to Section 16(a

CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

Turner James S. Jr.					CapStar Financial Holdings, Inc. [CSTR]								(Check all applicable) X Director 10% Owner					
(Last) (First) (Middle) 1201 DEMONBREUN STREET, SUITE 700					3. Date of Earliest Transaction (Month/Day/Year) 05/01/2018 Officer (give title below) Other (specify below)										pecify			
(Street) NASHVILLE TN 37203					4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person													
(City)	(5	State)	(Zip)															
		Tak	le I - Non-Deriv	/ative	Securities	Acqı	uired	d, D	isposed o	f, or B	eneficial	ly Owned						
1. Title of Security (Instr. 3)		2. Transact Date (Month/Day		2A. Deemed Execution Date, if any (Month/Day/Year)	e, Ti C	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		6. Owners Form: Dir (D) or Indi (I) (Instr. 4	ect Indii irect Ben I) Owr	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
						С	ode	v	Amount	(A) or (D)	Price	Transaction (Instr. 3 and						
Common	Stock ⁽¹⁾		05/01/2	05/01/2018			X		10,500	A	\$10	263,11	.5	D				
Common	Stock ⁽¹⁾		05/01/2	2018			F		5,501	D	\$19.09	257,61	4	D				
Common	Stock ⁽²⁾											1,010)	D				
Common	Stock ⁽³⁾											611		D				
Common	Stock ⁽⁵⁾											519		D				
Common	Stock											127,00)7	I		nes S. ner ⁽⁴⁾		
Common	Stock											127,00)7	I		ith P. ner ⁽⁴⁾		
Common	Stock											75,64	3	I	Tru TTI Kat Ros Tur 199	vate st LLC EE The herine se ner 7 ndchilds		
Common Stock											75,643		Pr Tr Tr Ja St Tr 20 Gr		nily vate st LLC EE The nes phen ner III 0 ndchilds st(4)			
		-	Table II - Deriva		ecurities A							Owned						
1. Title of Derivative Security (Instr. 3)	Title of 2. 3. Transaction Bate Execution Date Execution Date, (Month/Day/Year) if any		3A. Deemed Execution Date, if any	4. Transact	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Inst 3, 4 and 5)		-	Exer	risable and ate of Securities Underlying Derivative Secu (Instr. 3 and 4)		and Amount ities ng ve Security and 4) Amount or	8. Price of Derivative Security (Instr. 5)			10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
				Code \	/ (A) (D)		Date Exercisable		Expiration Date	Title	Number of Shares							

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. Transa Code (8)		of Deri Seci Acq (A) (Disp of (E	umber vative urities uired or oosed O) (Instr. and 5)	6. Date Exerc Expiration Da (Month/Day/\)	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Expiration Date		Title	Amount or Number of Shares				
Warrants (right to buy)	\$10	05/01/2018		X			10,500	07/14/2008	07/14/2018	Common Stock	10,500	\$0.00	0	D	
Option (right to buy)	\$10							(6)	11/13/2018	Common Stock	7,000		7,000	D	
Option (right to buy)	\$10							(7)	01/20/2020	Common Stock	6,000		6,000	D	

Explanation of Responses:

- 1. The reported item represents shares that were acquired pursuant to the exercise of warrants on May 1, 2018. Of the 10,500 shares acquired, the issuer withheld 5,501 shares to pay the purchase price for the warrants resulting in the issuance of 4,999 shares. Following these reported transactions, the reporting person directly owns 257,614 shares of common stock not subject to restriction or vesting.
- 2. The reported item represents an award of restricted stock which vests in three approximately equal installments beginning on the first anniversary of the March 6, 2018 grant date.
- 3. The reported item represents the unvested portion of an award of restricted stock on February 28, 2017. As of the date of this report, 305 shares have vested. The remaining 611 shares of restricted stock under this award vest in equal installments on the second and third anniversaries of the grant date, or February 28, 2019 and February 28, 2020, respectively.
- 4. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.
- 5. The reported item represents the unvested portion of an award of restricted common stock granted on March 3, 2016. As of the date of this report, 1,037 shares have vested. The remaining 519 shares of restricted common stock under this award vest on the third anniversary of the March 3, 2016 grant date, or March 3, 2019.
- 6. These options vested in four equal annual installments beginning one year after the November 13, 2008, grant date.
- 7. These options vested in four equal annual installments beginning one year after the January 20, 2010, grant date.

Remarks:

/s/ Rob Anderson, as Attorney-05/03/2018 in-Fact for James S. Turner, Jr.

** Signature of Reporting Person

Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.