

FRIST THOMAS F JR  
Form 4  
February 03, 2011

**FORM 4**

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

OMB APPROVAL

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
FRIST THOMAS F JR

2. Issuer Name and Ticker or Trading Symbol  
HCA Holdings, Inc. [(NONE)]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
3100 WEST END AVENUE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
02/02/2011

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
 10% Owner  
\_\_\_\_ Other (specify below)

NASHVILLE, TN 37203

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ 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 (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	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 Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
				Code V Amount (D) Price			
Common Stock, par value \$0.01 per share	02/02/2011		J	675,000 D \$ 104.22	1,248,376	I	Held indirectly through Hercules Holding II, LLC by the Thomas F. Frist, Jr. 2009 GRAT <u>(1)</u> <u>(2)</u>
Common Stock, par value \$0.01 per share	02/02/2011		S	675,000 D \$ 104.22	13,526	I	Held indirectly through Hercules

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share				Holding II, LLC <u>(1)</u> <u>(2)</u> <u>(3)</u>
Common Stock, par value \$0.01 per share	319,878	I		Held indirectly through Hercules Holding II, LLC by the Thomas F. Frist 2010 GRAT NO. 4 <u>(1)</u> <u>(4)</u>
Common Stock, par value \$0.01 per share	300,000	I		Held indirectly through Hercules Holding II, LLC by the Thomas F. Frist, Jr. 2010 GRAT <u>(1)</u> <u>(4)</u>
Common Stock, par value \$0.01 per share	16,113	I		Held indirectly through Hercules Holding II, LLC by the Thomas F. Frist GST Tax Exempt Trust <u>(1)</u> <u>(4)</u>
Common Stock, par value \$0.01 per share	319,877	I		Held indirectly through Hercules Holding II, LLC by the Patricia Frist 2010 GRAT No. 2 <u>(1)</u> <u>(4)</u>
Common Stock, par value \$0.01 per share	751,760	I		Held indirectly through Hercules Holding II, LLC by Trusts for benefit of grandchildren

								(1) (2) (4)
Common Stock, par value \$0.01 per share				45,498	I			Held indirectly through Hercules Holding II, LLC by Patricia C. Frist (1) (3)
Common Stock, par value \$0.01 per share				17,804,125	I			Held indirectly through Hercules Holding II, LLC by Frisco, Inc. (1) (5)
Common Stock, par value \$0.01 per share				17,804,125	I			Held indirectly through Hercules Holding II, LLC by Frisco Partners (1) (5)

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

**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 control number.**

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(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu

Code V (A) (D)      Date Exercisable      Expiration Date      Title      Amount or Number of Shares

