FITZGERALD JAMES A JR

Form 4

January 30, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

1(b).

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * FITZGERALD JAMES A JR		2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer				
(F) (F) (AC11)		HCA INC/TN [(HCA)] 3. Date of Earliest Transaction					(Check all applicable)				
(Last)	(First)	(Middle)			insaction						
			(Month/Da	ay/Year)				Director		6 Owner	
ONE PARK PLAZA			01/26/2006					_X_ Officer (give title Other (specify below) below) SVP-Supply Chain Operations			
	4. If Amer	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check					
				Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person			
NASHVILLE, TN 37203								Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table	I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	lly Owned	
1.Title of	2. Transaction D	Date 2A. De	emed	3.	4. Securi	ties		5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Ye	ar) Executi	on Date, if	Transactio	onAcquired	l (A) o	r	Securities	Form: Direct	Indirect	
(Instr. 3)		any		Code	Disposed	of (D))	Beneficially	(D) or	Beneficial	
		(Month	/Day/Year)	(Instr. 8)	(Instr. 3,	4 and	5)	Owned	Indirect (I)	Ownership	
								Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported			
						or		Transaction(s)			
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	01/26/2006			A <u>(1)</u>	6,300	A	\$0	20,783	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

3,525

Ι

By 401(k)

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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 proof 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 Underlying Securitie (Instr. 3 and 4)	
					Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shares
	Non-Qualified Stock Option (right to buy)	\$ 49.9	01/26/2006		A(2)	6,275	(3)	01/26/2016	Common Stock	6,27

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FITZGERALD JAMES A JR ONE PARK PLAZA NASHVILLE, TN 37203

SVP-Supply Chain Operations

Signatures

By: /s/ Colleen E. Haley, Attorney-in-Fact

01/30/2006

**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) Restricted shares granted pursuant to the HCA 2005 Equity Incentive Plan which includes tax withholding rights. One-fifth of the restricted shares vest on each of the first, second, third, fourth and fifth anniversary of the date of grant (1/26/06).
- (2) Right to buy pursuant to the HCA 2005 Equity Incentive Plan which includes tax withholding rights.
- (3) The options vest in four equal annual installments beginning on January 26, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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