

Frist William R
 Form 5
 February 14, 2011

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
 Expires: January 31, 2005
 Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
Frist William R
 (Last) (First) (Middle)

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3100 WEST END AVENUE
 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2010

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

6. Individual or Joint/Group Reporting

(check applicable line)

NASHVILLE, TN 37203
 (City) (State) (Zip)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
Common Stock, par value \$0.01 per share	01/26/2010	^	G	295 A	\$ 0 1,451,097	I	Held indirectly through Hercules Holding II, LLC by The William R. Frist 2010 Family GRAT Trust <u>(1)</u> <u>(2)</u> <u>(3)</u>

Edgar Filing: Frist William R - Form 5

Common Stock, par value \$0.01 per share	01/26/2010	Â	G	1,180	A	\$ 0	17,269	I	Held indirectly through Hercules Holding II, LLC by spouse and children ⁽¹⁾ ₍₂₎
Common Stock, par value \$0.01 per share	04/30/2010	Â	G	55,810	A	\$ 0	55,810	I	Held indirectly through Hercules Holding II, LLC by The William Frist 2010 GRAT Trust ⁽¹⁾ ₍₃₎
Common Stock, par value \$0.01 per share	Â	Â	3	Â	Â	Â	Â	I	Held indirectly through Hercules Holding II, LLC by the William R. Frist Family Partnership ⁽¹⁾ ₍₃₎
Common Stock, par value \$0.01 per share	Â	Â	3	Â	Â	Â	Â	I	Held indirectly through Hercules Holding II, LLC by Frisco Inc. ⁽¹⁾ ₍₄₎
Common Stock, par value \$0.01 per share	Â	Â	3	Â	Â	Â	Â	I	Held indirectly through Hercules Holding II, LLC by Frisco Partners ⁽¹⁾ ₍₄₎

Edgar Filing: Frist William R - Form 5

- (3) Mr. Frist may be deemed the beneficial owner of the 268,259 units of Hercules Holding II, LLC held by the William R. Frist Family Partnership, of which his wife serves as trustee, the 55,810 units of Hercules held by The William Frist 2010 GRAT Trust, of which he serves as trustee, and the 1,451,097 units of Hercules held by The William R. Frist 2010 Family GRAT Trust, of which he serves as trustee, and therefore may be deemed to own indirectly the same number of shares of common stock of the Issuer.

- (4) Mr. Frist may also be deemed to share voting and dispositive power with respect to 17,804,125 shares of the Issuer beneficially owned by Frisco Inc., by virtue of his position as a director of Frisco Inc. and with respect to 17,804,125 shares of the Issuer beneficially owned by Frisco Partners, by virtue of his position as a partner of Frisco Partners. Frisco Inc. and Frisco Partners each have beneficial ownership of 17,804,125 units of Hercules, and therefore may be deemed to own indirectly the same number of shares of common stock of the Issuer.

Â

Remarks:

On November 22, 2010, HCA Holdings, Inc. became the successor of HCA Inc. pursuant to a merger. HCA Holdings, Inc. becoming a parent holding company of HCA Inc., but did not alter the proportionate interests of HCA Inc.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.