

HCA Holdings, Inc.  
Form 5  
February 17, 2015

# FORM 5

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

OMB APPROVAL

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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 THOMAS F III**

(Last) (First) (Middle)

**3100 WEST END AVENUE**

(Street)

**NASHVILLE, TN 37203**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**HCA Holdings, Inc. [HCA]**

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2014**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Reporting

(check applicable line)

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 Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.01 per share	02/25/2014	Â	G	Amount 965,312.9574	(A) or (D) Price A \$ 0 1,298,338.4974	I	Held indirectly through Hercules Holding II, LLC by Thomas F. Frist III 2014 Annuity Trust I (L)

Common Stock, par value \$0.01 per share	05/19/2014	Â	G	2,155,327.3333	A	\$ 0	2,155,327.3333	I
Common Stock, par value \$0.01 per share	11/17/2014	Â	G	172,883.5988	A	\$ 0	172,883.5988	I
Common Stock, par value \$0.01 per share	Â	Â	Â	Â	Â	Â	9,496.54	I
Common Stock, par value \$0.01 per share	Â	Â	Â	Â	Â	Â	251,424.0497	I

(2)  
Held indirectly through Hercules Holding II, LLC by Thomas F. Frist II 2014 Annuity Trust II (2)

Held indirectly through Hercules Holding II, LLC by Thomas F. Frist II 2014 Annuity Trust III (1) (2)

Held indirectly through Hercules Holding II, LLC by Julie D. Frist (3)

Held indirectly through Hercules Holding II, LLC by Thomas F. Frist II 2010 GRAT (1) (4)

Common Stock, par value \$0.01 per share	^	^	^	^	^	^	250,170	I	Held indirectly through Hercules Holding II, LLC by Thomas F. Frist II 2013 Annuity Trust I <sup>(1)</sup> <sub>(4)</sub>
Common Stock, par value \$0.01 per share	^	^	^	^	^	^	28,489.62	I	Held indirectly through Hercules Holding II, LLC by Trusts for Children <sup>(1)</sup> <sub>(5)</sub>
Common Stock, par value \$0.01 per share	^	^	^	^	^	^	36,629,163.8593	I	Held indirectly through Hercules Holding II, LLC by Frisco Inc. <sup>(1)</sup> <sub>(6)</sub>

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, 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. of D Se O E Is Fi (I
					(A) (D)		Title		

