

WILLIAMS NOEL B
Form 4
November 04, 2011

FORM 4

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

OMB APPROVAL

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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 *
WILLIAMS NOEL B

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
ONE PARK PLAZA

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/02/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP and CIO

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 Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	11/02/2011		M	25,920 A \$ 2.8302	97,985	D	
Common Stock					32,129	I	By GRAT (Reporting Person, Trustee)

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

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SEC 1474 (9-02)

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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)	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 2.8302 ⁽¹⁾	11/02/2011		M	8,873	⁽²⁾ 01/29/2014	Common Stock	8,873 ⁽³⁾
Non-Qualified Stock Option (right to buy)	\$ 2.8302 ⁽¹⁾	11/02/2011		M	5,527	⁽⁴⁾ 01/27/2015	Common Stock	5,527 ⁽³⁾
Non-Qualified Stock Option (right to buy)	\$ 2.8302 ⁽¹⁾	11/02/2011		M	1,243	⁽⁴⁾ 01/27/2015	Common Stock	1,243 ⁽³⁾
Non-Qualified Stock Option (right to buy)	\$ 2.8302 ⁽¹⁾	11/02/2011		M	3,576	⁽⁴⁾ 01/27/2015	Common Stock	3,576 ⁽³⁾
Non-Qualified Stock Option (right to buy)	\$ 2.8302 ⁽¹⁾	11/02/2011		M	810	⁽⁴⁾ 01/26/2016	Common Stock	810
Non-Qualified Stock Option (right to buy)	\$ 2.8302 ⁽¹⁾	11/02/2011		M	4,374	⁽⁴⁾ 01/26/2016	Common Stock	4,374 ⁽³⁾
Non-Qualified Stock Option (right to buy)	\$ 2.8302 ⁽¹⁾	11/02/2011		M	1,031	⁽⁴⁾ 01/26/2016	Common Stock	1,031 ⁽³⁾
Non-Qualified Stock Option (right to buy)	\$ 2.8302 ⁽¹⁾	11/02/2011		M	486	⁽⁴⁾ 01/26/2016	Common Stock	486

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
			SVP and CIO	

