

HCA Holdings, Inc.
Form 4
February 09, 2016

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Englebright Jane D.

(Last) (First) (Middle)

ONE PARK PLAZA

(Street)

NASHVILLE, TN 37203

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

HCA Holdings, Inc. [HCA]

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

02/05/2016

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

SVP and Chief Nursing Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)

__X__ 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 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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/02/2016		G	V 1,150 D \$ 0	4,355	D	
Common Stock	02/05/2016		M	375 A 11	4,730	D	
Common Stock	02/05/2016		F	123 D \$ 69.19	4,607	D	
Common Stock	02/06/2016		M	500 A 11	5,107	D	
Common Stock	02/06/2016		F	164 D \$ 69.19	4,943	D	

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Common Stock	02/08/2016	M	439	A	<u>(1)</u>	5,382	D
Common Stock	02/08/2016	F	141	D	\$ 66.77	5,241	D

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

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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. F
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	02/05/2016		M	375	<u>(2)</u>	02/05/2024	Common Stock	375
Restricted Stock Units	<u>(1)</u>	02/06/2016		M	500	<u>(3)</u>	02/06/2023	Common Stock	500
Restricted Stock Units	<u>(1)</u>	02/08/2016		M	439	<u>(4)</u>	02/08/2022	Common Stock	439

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Englebright Jane D. ONE PARK PLAZA NASHVILLE, TN 37203	SVP and Chief Nursing Officer

Signatures

/s/ Kevin A. Ball,
Attorney-in-Fact

02/09/2016

__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 stock units convert into common stock on a one-for-one basis.
- (2) On February 5, 2014, the reporting person was granted 1,500 restricted stock units, vesting in four equal annual installments beginning on the first anniversary of the grant date.
- (3) On February 6, 2013, the reporting person was granted 2,000 restricted stock units, vesting in four equal annual installments beginning on the first anniversary of the grant date.
- (4) On February 8, 2012, the reporting person was granted 1,750 restricted stock units, vesting in four equal annual installments beginning on the first anniversary of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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