

MOORE A BRUCE JR
Form 4
November 09, 2012

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MOORE A BRUCE JR

(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)
11/07/2012

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 below) ___ Other (specify below)
Group President - Service Line

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 (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	06/07/2010		G		5,739 ⁽¹⁾ <u>(2)</u>	D	\$ 0	15,424	I	By 2008 GRAT (Reporting Person, Trustee)
Common Stock	06/07/2010		G		5,739 ⁽¹⁾ <u>(2)</u>	A	\$ 0	5,739 ⁽¹⁾	I	By MAM Trust (Spouse, Trustee)
Common Stock	06/07/2010		G		9,685 ⁽²⁾ <u>(3)</u>	D	\$ 0	5,739	I	By 2008 GRAT (Reporting

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Common Stock	06/07/2010	G	9,685 ⁽²⁾ <u>(3)</u>	A	\$ 0	9,685 ⁽³⁾	I	Person, Trustee) By MRM Trust (Spouse, Trustee)
Common Stock	06/07/2010	G	5,739 ⁽¹⁾ <u>(2)</u>	D	\$ 0	0	I	By 2008 GRAT (Reporting Person, Trustee)
Common Stock	06/07/2010	G	5,739 ⁽¹⁾ <u>(2)</u>	A	\$ 0	5,739 ⁽¹⁾	I	By TCM Trust (Spouse, Trustee)
Common Stock	11/07/2012	M	202,725	A	\$ 0.0305	221,174	D	
Common Stock	11/07/2012	M	54,070	A	\$ 2.8302	275,244	D	
Common Stock	11/07/2012	F	96,594	D	\$ 33.85	178,650	D	
Common Stock						55,258	I	By 2009 GRAT (Spouse, Trustee)
Common Stock						21,340	I	By 2010 GRAT (Spouse, Trustee)

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 Security (Instr. 3 and 4)
				Code V	(A) (D)		
						Title	

					Date Exercisable	Expiration Date		
Non-Qualified Stock Option (right to buy)	\$ 0.0305 ⁽⁴⁾	11/07/2012	M	202,725	03/16/1989	03/16/2014	Common Stock	2
Non-Qualified Stock Option (right to buy)	\$ 2.8302 ⁽⁴⁾	11/07/2012	M	7,196	⁽⁵⁾	01/29/2014	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 2.8302 ⁽⁴⁾	11/07/2012	M	46,874	⁽⁵⁾	07/22/2014	Common Stock	4

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MOORE A BRUCE JR ONE PARK PLAZA NASHVILLE, TN 37203			Group President - Service Line	

Signatures

/s/ Natalie Harrison Cline,
Attorney-in-Fact

11/09/2012

 **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) Due to an administrative error, reporting person inadvertently failed to report the transfer of 5,739 shares to each of two trusts on June 7, 2010. However, these shares have been properly reflected in the reporting person's indirect holdings in reports subsequent to the date of the transactions.

(2) Shares have been adjusted to reflect a 4.505 to 1 stock split that occurred with respect to the Issuer's common stock effective March 9, 2011.

(3) Due to an administrative error, reporting person inadvertently failed to report the transfer of 9,685 shares to a trust on June 7, 2010. However, these shares have been properly reflected in the reporting person's indirect holdings in reports subsequent to the date of the transaction.

(4) Exercise Price was adjusted to reflect a 4.505 to 1 stock split that occurred with respect to the Issuer's common stock effective March 9, 2011.

(5) On December 16, 2004, HCA Inc. announced the acceleration of vesting of all unvested options awarded to employees and officers under the HCA 2000 Equity Incentive Plan which had exercise prices greater than the closing price of HCA Inc.'s common stock on December 14, 2004 of \$40.89 per share, as reported by the New York Stock Exchange.

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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