HCA Holdings, Inc.
Form 5
February 17, 2015

FORM 5

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

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

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).
Form 3 Holdings Reported
Form 4 Transactions Reported

1. Name and Address of Reporting Person *
FRIST PATRICIA C

(Last) (First) (Middle)

3100 WEST END AVENUE

(Street)

NASHVILLE,Â TNÂ 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
_____ Officer (give title below)
__X__ 10% Owner
_____ Other (specify below)

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature o Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock, par value $0.01 per share	02/25/2014	Â	G	2,895,938.8722	D	$ 0	0	I	Held indirectly through Hercules Holding I LLC by Thomas F Frist, Jr. 2012 GRAT N 1 (1) (2)

Common Stock, par value $0.01 per share	05/19/2014	Â	G	6,465,982	D	$ 0	0	I	Held indirectly through Hercules Holding I LLC by Thomas F Frist, Jr. 2009 GRAT (1) (3)
Common Stock, par value $0.01 per share	11/17/2014	Â	G	518,650.7964	D	$ 0	0	I	Held indirectly through Hercules Holding I LLC by Thomas F Frist, Jr. 2012 GRAT N 2 (1) (2)
Common Stock, par value $0.01 per share	Â	Â	Â	Â	Â	Â	204,968.4898	I	Held indirectly through Hercules Holding I LLC (1) (4
Common Stock, par value $0.01 per share	Â	Â	Â	Â	Â	Â	67,351.6299	I	Held indirectly through Hercules Holding I LLC by Thomas F Frist, Jr. (4)
Common Stock, par value $0.01 per share	Â	Â	Â	Â	Â	Â	72,589.0649	I	Held indirectly through Hercules Holding I LLC by Thomas F Frist GST Tax Exempt Trust (1)

Common Stock, par value $0.01 per share	Â	Â	Â	Â	Â	Â	382,700.8834	I	Held indirectly through Hercules Holding I LLC by Patricia Champion Frist 2013 GRAT (1) (3)
Common Stock, par value $0.01 per share	Â	Â	Â	Â	Â	Â	340,217	I	Held indirectly through Hercules Holding I LLC by Patricia Champion Frist 2013 GRAT No. 3 (1) (3)
Common Stock, par value $0.01 per share	Â	Â	Â	Â	Â	Â	630,884.3884	I	Held indirectly through Hercules Holding I LLC by Thomas F. Frist, Jr. 2013 GRAT (1) (2)
Common Stock, par value $0.01 per share	Â	Â	Â	Â	Â	Â	317,076	I	Held indirectly through Hercules Holding I LLC by Thomas F. Frist, Jr. 2010 GRAT (1) (2)
Common Stock, par value $0.01 per	Â	Â	Â	Â	Â	Â	387,659.7546	I	Held indirectly through Hercules

share									Holding I LLC by Frist Children' Trust (1) (
Common Stock, par value $0.01 per share	Â	Â	Â	Â	Â	Â	6,657,331.3176	I	Held indirectly through Hercules Holding I LLC by Frist Children' Trust II ((2)
Common Stock, par value $0.01 per share	Â	Â	Â	Â	Â	Â	36,629,163.8593	I	Held indirectly through Hercules Holding I LLC by Frisco, Inc. (1) (5)

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 B O E Is Fi (I
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships

	Director	10% Owner	Officer	Other
FRIST PATRICIA C 3100 WEST END AVENUE NASHVILLE,Â TNÂ 37203	Â	Â X	Â	Â

Signatures

/s/ Natalie Harrison Cline, Attorney-in-Fact	02/17/2015
**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) Hercules Holding II, LLC ("Hercules") holds 91,750,834 shares of the common stock of HCA Holdings, Inc. Hercules has issued one unit per share of HCA Holdings, Inc. that it owns directly. Hercules is held by a private investor group, including affiliates of Bain Capital Investors, LLC, Kohlberg Kravis Roberts & Co. L.P. and affiliates of HCA Inc. founder Dr. Thomas F. Frist, Jr. The Reporting Person may be deemed to be a member of a group exercising voting and investment control over the shares of common stock of HCA Holdings, Inc. held by Hercules. However, the Reporting Person disclaims membership in any such group and disclaims beneficial ownership of these securities, except to the extent of her pecuniary interest therein.

(2) The Reporting Person is trustee of (i) Thomas F. Frist, Jr. 2012 Grantor Retained Annuity Trust No. 1, (ii) Thomas F. Frist, Jr. 2012 Grantor Retained Annuity Trust No. 2, (iii) Thomas F. Frist, Jr. 2013 Grantor Retained Annuity Trust, (iv) Thomas F. Frist, Jr. 2010 Grantor Retained Annuity Trust, (v) Frist Children's Trust and (vi) Frist Children's Trust II and may be deemed to be the beneficial owner of the units of Hercules held by these trusts, and therefore may be deemed to own indirectly the same number of shares of common stock of HCA Holdings, Inc.

(3) The Reporting Person may be deemed to be the beneficial owner of the units of Hercules held by (i) Thomas F. Frist, Jr. 2009 Grantor Retained Annuity Trust, (ii) Thomas F. Frist GST Tax Exempt Trust, (iii) Patricia Champion Frist 2013 Grantor Retained Annuity Trust and (iv) Patricia Champion Frist 2013 Grantor Retained Annuity Trust No. 3, each of which her husband serves as trustee, and therefore may be deemed to own indirectly the same number of shares of common stock of HCA Holdings, Inc.

(4) The Reporting Person owns 204,968.4898 units of Hercules and therefore may be deemed to own indirectly the same number of shares of common stock of HCA Holdings, Inc. by virtue of her membership in Hercules. The Reporting Person may also be deemed to have an indirect beneficial ownership in respect of 67,351.6299 units of Hercules, through an indirect pecuniary interest in such units held by her husband, Thomas F. Frist, Jr., and therefore may be deemed to own indirectly the same number of shares of common stock of HCA Holdings, Inc.

(5) The Reporting Person may be deemed to share voting and dispositive power with respect to 36,629,163.8593 shares of HCA Holdings, Inc. beneficially owned by Frisco, Inc., by virtue of her position as a director of Frisco, Inc. Frisco, Inc. has beneficial ownership of 36,629,163.8593 units of Hercules, and therefore may be deemed to own indirectly the same number of shares of common stock of HCA Holdings, 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.
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