WILLIAMS NOEL B

Form 4

December 14, 2010

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Washington, D.C. 20549
Check this box

if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

2. Issuer Name and Ticker or Trading

Form 5 obligations may continue. See Instruction

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

WILLIAMS NOEL B			Symbol				ıng	Issuer			
			HCA H	HCA Holdings, Inc. [NONE]				(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction								
·				Month/Day/Year) 2/10/2010				Director 10% Owner X Officer (give title Other (specify			
ONE I MA	X I Li Zi I		12/10/2	.010				below)	below) SVP and CIO	``	
	(Street)		4. If Amo	endment, D	ate Origina	al		6. Individual or	Joint/Group Fil	ing(Check	
!			Filed(Mo	Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person			
NASHVILLE, TN 37203								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	2. Transaction Date (Month/Day/Year)			3.	4. Securi		•	5. Amount of Securities	6. Ownership	7. Nature of Indirect	
(Instr. 3)	(Monuil/Day/Tear)	any (Month/D	Code (Instr. 3, 4 and 5)			Beneficially Owned Following	Form: Direct (D) or Indirect (I)				
				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)		
Common Stock	12/10/2010			M	6,039	A	\$ 12.75	6,039	D		
Common Stock	12/10/2010			M	9,579	A	\$ 12.75	15,618	D		
Common Stock								7,132	I	By GRAT (Reporting Person, Trustee)	

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

Persons who respond to the collection of information contained in this form are not (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. Transactic Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day)	ate	7. Title and A Underlying S (Instr. 3 and	Securitie
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 12.75	12/10/2010		M	6,039	<u>(1)</u>	03/22/2011	Common Stock	6,03
Non-Qualified Stock Option (right to buy)	\$ 12.75	12/10/2010		M	9,579	(2)	01/24/2012	Common Stock	9,57

Reporting Owners

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer Other

WILLIAMS NOEL B ONE PARK PLAZA NASHVILLE, TN 37203

SVP and CIO

Signatures

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

12/14/2010

**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) The option vested in four equal annual installments beginning on March 22, 2002.
- 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.

Reporting Owners 2

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Remarks:

On November 22, 2010, HCA Holdings, Inc. became the successor of HCA Inc. pursuant to a merger. The merger resulted in

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