BOVENDER JACK O JR

Form 4

September 11, 2009

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 * BOVENDER JACK O JR			2. Issuer Name and Ticker or Trading Symbol HCA INC/TN [NONE]	5. Relationship of Reporting Person(s) to Issuer		
			HCA INC/IN [NONE]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
			(Month/Day/Year)	X Director 10% Owner		
ONE PARK PLAZA			09/09/2009	X Officer (give title Other (specify below)		
				Chairman		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
NASHVILLE, TN 37203				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)		· ID· If D C·IIO		

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative S	ecurit	ies Acqui	red, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securitie oper Disposed (Instr. 3, 4	d of (D))	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)
Common Stock	09/09/2009		M	360,494	A	\$ 12.75	360,494	D	
Common Stock	09/09/2009		F	172,154	D	\$ 71.68	188,340	I	By GRAT
Common Stock							22,157	I	By GRAT
Common Stock							99,625	I	By GRAT

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

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SEC 1474 (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. Transactio Code (Instr. 8)	TransactionDerivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Am Nui Sha	
Non-Qualified Stock Option	\$ 12.75	09/09/2009		M	143,058	<u>(4)</u>	01/25/2011	Common Stock	14	
Non-Qualified Stock Option	\$ 12.75	09/09/2009		M	53,882	(5)	01/24/2012	Common Stock	53	
Non-Qualified Stock Option	\$ 12.75	09/09/2009		M	69,411	(5)	01/29/2013	Common Stock	69	
Non-Qualified Stock Option	\$ 12.75	09/09/2009		M	53,751	(5)	01/29/2014	Common Stock	53	
Non-Qualified Stock Option	\$ 12.75	09/09/2009		M	13,113	<u>(6)</u>	01/27/2015	Common Stock	13	
Non-Qualified Stock Option	\$ 12.75	09/09/2009		M	2,953	<u>(6)</u>	01/27/2015	Common Stock	2	
Non-Qualified Stock Option	\$ 12.75	09/09/2009		M	8,483	<u>(6)</u>	01/27/2015	Common Stock	8	
Non-Qualified Stock Option	\$ 12.75	09/09/2009		M	1,919	<u>(6)</u>	01/26/2016	Common Stock	1	
Non-Qualified Stock Option	\$ 12.75	09/09/2009		M	10,330	<u>(6)</u>	01/26/2016	Common Stock	10	
Non-Qualified Stock Option	\$ 12.75	09/09/2009		M	2,443	<u>(6)</u>	01/26/2016	Common Stock	2	
Non-Qualified Stock Option	\$ 12.75	09/09/2009		M	1,151	<u>(6)</u>	01/26/2016	Common Stock	1	

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer		

Reporting Owners 2

Other

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BOVENDER JACK O JR ONE PARK PLAZA NASHVILLE, TN 37203

X

Chairman

Signatures

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

09/11/2009

**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) Shares were contributed to a grantor retained annuity trust on September 9, 2009.
- (2) Shares were contributed to a grantor retained annuity trust on March 14, 2008.
- (3) Shares were contributed to a grantor retained annuity trust on March 17, 2009.
- (4) The option vested in four equal annual installments beginning on January 25, 2002.
- On December 16, 2004, HCA announced the acceleration of vesting of all unvested options awarded to employees and officers under the (5) HCA 2000 Equity Incentive Plan which had exercise prices greater than the closing price of HCA's common stock on December 14, 2004
- (5) HCA 2000 Equity Incentive Plan which had exercise prices greater than the closing price of HCA's common stock on December 14, 2004 of \$40.89 per share, as reported by the New York Stock Exchange.
- Immediately before the effective time of the merger of Hercules Acquisition Corporation with and into the issuer on November 17, 2006, pursuant to the Merger Agreement dated July 24, 2006 among Hercules Holding II, LLC, Hercules Acquisition Corporation and the issuer, all unvested options became fully vested and immediately exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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