

Elcan Patricia F
 Form 5
 February 14, 2011

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
 Expires: January 31, 2005
 Estimated average burden hours per response... 1.0

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

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

1. Name and Address of Reporting Person *
 Elcan Patricia F
 (Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
 HCA Holdings, Inc. [(NONE)]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
 ___ Officer (give title below) ___ Other (specify below)

3100 WEST END AVENUE
 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2010

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

6. Individual or Joint/Group Reporting

(check applicable line)

NASHVILLE, TN 37203
 (City) (State) (Zip)

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 of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Amount Price			
Common Stock, par value \$0.01 per share	01/26/2010	Â	G	295 A \$ 0	191,955	I	Held indirectly through Hercules Holding II, LLC ⁽¹⁾ ⁽²⁾
Common Stock, par value \$0.01 per share	01/26/2010	Â	G	1,180 A \$ 0	157,492	I	Held indirectly through Hercules

Edgar Filing: Elcan Patricia F - Form 5

share									Holding II, LLC by spouse and children <u>(1)</u> <u>(2)</u>
Common Stock, par value \$0.01 per share	04/30/2010	Â	G	55,810	A	\$ 0	55,810	I	Held indirectly through Hercules Holding II, LLC by The Patricia Frist Elcan 2010 Annuity Trust I <u>(1)</u> <u>(2)</u> <u>(4)</u>
Common Stock, par value \$0.01 per share	05/05/2010	Â	G	4,708	D	\$ 0	152,784	I	Held indirectly through Hercules Holding II, LLC by spouse and children <u>(1)</u> <u>(2)</u>
Common Stock, par value \$0.01 per share	05/05/2010	Â	G	4,708	A	\$ 0	196,663	I	Held indirectly through Hercules Holding II, LLC <u>(1)</u> <u>(2)</u>
Common Stock, par value \$0.01 per share	Â	Â	3	Â	Â	Â	Â	I	Held indirectly through Hercules Holding II, LLC by the Patricia F. Elcan Grat III Trust II <u>(1)</u> <u>(3)</u>
Common Stock, par value \$0.01 per share	Â	Â	3	Â	Â	Â	Â	I	Held indirectly through Hercules Holding II, LLC by the Patricia F.

Common Stock, par value \$0.01 per share	Â	Â	3	Â	Â	Â	Â	I	Elcan Grat II Trust I ⁽¹⁾ <u>(3)</u> Held indirectly through Hercules Holding II, LLC by the Elcan Children's Trust ⁽¹⁾ <u>(3)</u>
Common Stock, par value \$0.01 per share	Â	Â	3	Â	Â	Â	Â	I	Held indirectly through Hercules Holding II, LLC by Elcan Investment Partnership ⁽¹⁾ <u>(3)</u>
Common Stock, par value \$0.01 per share	Â	Â	3	Â	Â	Â	Â	I	Held indirectly through Hercules Holding II, LLC by GRATS ⁽¹⁾ <u>(5)</u>
Common Stock, par value \$0.01 per share	Â	Â	3	Â	Â	Â	Â	I	Held indirectly through Hercules Holding II, LLC by Frisco Inc. ⁽¹⁾ <u>(6)</u>
Common Stock, par value \$0.01 per share	Â	Â	3	Â	Â	Â	Â	I	Held indirectly through Hercules Holding II, LLC by Frisco Partners ⁽¹⁾ <u>(6)</u>

Edgar Filing: Elcan Patricia F - Form 5

Hercules, through an indirect pecuniary interest in such units held by her husband and her children and therefore may be deemed to own indirectly the same number of shares of common stock of the Issuer.

- (3) Mrs. Elcan's husband is the trustee of the Patricia F. Elcan Grat III Trust II, the Patricia F. Elcan Grat II Trust I and the Elcan Children's Trust and Mrs. Elcan may be deemed to be the beneficial owner of the 102,341, 52,800, 37,560 units of Hercules held by these trusts, respectively, and therefore may be deemed to own indirectly the same number of shares of common stock of the Issuer. In addition, Mrs. Elcan may be deemed to be the beneficial owner of the 97,479 units of Hercules held by Elcan Investment Partnership, and therefore may be deemed to own indirectly the same number of shares of common stock of the Issuer.

- (4) Mrs. Elcan is also trustee of The Patricia Frist Elcan 2010 Annuity Trust I and may be deemed to be the beneficial owner of the 55,810 units of Hercules held by such trust, and therefore may be deemed to own indirectly the same number of shares of common stock of the Issuer.

- (5) Mrs. Elcan is the trustee of three additional grantor retained annuity trusts for the benefit of her children and Mrs. Elcan's husband is the trustee of three additional grantor retained annuity trusts for the benefit of her children and Mrs. Elcan may, accordingly, be deemed to be the beneficial owner of the 155,586 units of Hercules held by such trusts, and therefore may be deemed to own indirectly the same number of shares of common stock of the Issuer.

- (6) Mrs. Elcan may also be deemed to share voting and dispositive power with respect to 17,804,125 shares of the Issuer beneficially owned by Frisco Inc., by virtue of her position as a director of Frisco Inc. and with respect to 17,804,125 shares of HCA Holdings, Inc. beneficially owned by Frisco Partners, by virtue of her position as a partner of Frisco Partners. Frisco Inc. and Frisco Partners each have beneficial ownership of 17,804,125 units of Hercules, and therefore may be deemed to own indirectly the same number of shares of common stock of the Issuer.

Â

Remarks:

On November 22, 2010, HCA Holdings, Inc. became the successor of HCA Inc. pursuant to a merger agreement between HCA Holdings, Inc. and HCA Inc. becoming a parent holding company of HCA Inc., but did not alter the proportionate interests of HCA Inc. in 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. 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.