FORM 4

HCA Healthcare, Inc. - HCA

Filed: May 03, 2019 (period: May 01, 2019)

Statement of changes in beneficial ownership of securities
1. Name and Address of Reporting Person*  Frist William R  
   (Last)  (First)  (Middle)  
   3100 WEST END AVENUE  
   NASHVILLE  TN  37203  

2. Issuer Name and Ticker or Trading Symbol  HCA Healthcare, Inc. [ HCA ]  

3. Date of Earliest Transaction (Month/Day/Year)  05/01/2019  

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

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
   X Director  X 10% Owner  
   Officer (give title below)  
   Other (specify below)  

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  

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Acquired (A) or Disposed Of (D) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock, par value $0.01 per share</td>
<td>05/01/2019</td>
<td>A&lt;sup&gt;(1)&lt;/sup&gt;</td>
<td>1,410 A</td>
<td>$0.00</td>
<td>5,368</td>
<td>D</td>
<td>Held indirectly through Hercules Holding II by Trusts for Children&lt;sup&gt;(2,3)&lt;/sup&gt;</td>
</tr>
<tr>
<td>Common Stock, par value $0.01 per share</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Common Stock, par value $0.01 per share</td>
<td></td>
<td></td>
<td></td>
<td>3,911,150.4071</td>
<td>I</td>
<td></td>
<td>Held indirectly through Hercules Holding II by WRF 2015, LLC&lt;sup&gt;(2,4)&lt;/sup&gt;</td>
</tr>
<tr>
<td>Common Stock, par value $0.01 per share</td>
<td></td>
<td></td>
<td></td>
<td>1,225,739.6894</td>
<td>I</td>
<td></td>
<td>Held indirectly through Hercules Holding II by WRF II, LLC&lt;sup&gt;(2,5)&lt;/sup&gt;</td>
</tr>
<tr>
<td>Common Stock, par value $0.01 per share</td>
<td></td>
<td></td>
<td></td>
<td>148,512.7145</td>
<td>I</td>
<td></td>
<td>Held indirectly through Hercules Holding II by The William R. Frist Family 2010 Family Trust&lt;sup&gt;(2,6)&lt;/sup&gt;</td>
</tr>
<tr>
<td>Common Stock, par value $0.01 per share</td>
<td></td>
<td></td>
<td></td>
<td>5,619,998.2684</td>
<td>I</td>
<td></td>
<td>Held indirectly through Hercules Holding II&lt;sup&gt;(2,7)&lt;/sup&gt;</td>
</tr>
<tr>
<td>Common Stock, par value $0.01 per share</td>
<td></td>
<td></td>
<td></td>
<td>1,065.745</td>
<td>I</td>
<td></td>
<td>Held indirectly through Hercules Holding II&lt;sup&gt;(2,7)&lt;/sup&gt;</td>
</tr>
</tbody>
</table>

Source: HCA Healthcare, Inc., 4, May 03, 2019

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### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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</tr>
</thead>
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<tr>
<td>Common Stock, par value $0.01 per share</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>200,644.4012</td>
<td>I</td>
<td>Held indirectly through Hercules Holding II by WRF 2015 IV, LLC(2A)</td>
</tr>
<tr>
<td>Common Stock, par value $0.01 per share</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>82,283.825</td>
<td>I</td>
<td>Held indirectly by Spouse and Children(2B)</td>
</tr>
<tr>
<td>Common Stock, par value $0.01 per share</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>1,208,506.7937</td>
<td>I</td>
<td>Held indirectly by William R. Frist Family Partnership(2C)</td>
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<tr>
<td>Common Stock, par value $0.01 per share</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>2,370,112.2688</td>
<td>I</td>
<td>Held indirectly through Hercules Holding II by The William Frist August 2018 GRAT(2D)</td>
</tr>
<tr>
<td>Common Stock, par value $0.01 per share</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>36,629,163.8593</td>
<td>I</td>
<td>Held indirectly through Hercules Holding II by Frisco, Inc.(2E)</td>
</tr>
</tbody>
</table>

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
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<tbody>
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</table>

**Explanation of Responses:**

1. Represents common stock underlying 1,410 restricted share units which shall vest on the sooner of the date of the 2020 annual shareholders' meeting of HCA Healthcare, Inc. or the first anniversary of the grant date. Vested shares will be delivered to the Reporting Person on the date the Reporting Person ceases to be a member of the Board of Directors of HCA Healthcare, Inc.

2. Hercules Holding II ("Hercules") holds 68,912,077 shares of common stock of HCA Healthcare, Inc. Hercules is held by a private investor group, including 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 Healthcare, 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 his pecuniary interest therein.

3. The Reporting Person's spouse is trustee of six trusts for the benefit of the Reporting Person's children, and the Reporting Person may, accordingly, be deemed to be the beneficial owner of the units of Hercules held by such trusts and therefore may be deemed to own indirectly the same number of shares of common stock of HCA Healthcare, Inc.

4. The Reporting Person is an officer and a managing member of WRF 2015, LLC and WRF 2015 IV, LLC and may be deemed to be the beneficial owner of the units of Hercules held by such entities and therefore may be deemed to own indirectly the same number of shares of common stock of HCA Healthcare, Inc.

5. The Reporting Person is an officer and a managing member of WRF 2015 II, LLC and may be deemed to be the beneficial owner of the 155,889,7145 units of Hercules and the 12,623 shares of common stock of HCA Healthcare, Inc. held by such entity.

6. The Reporting Person may be deemed to be beneficial owner of the 66,678 shares of common stock of HCA Healthcare, Inc. and the 1,147,828.7937 units of Hercules held by the William R. Frist Family Partnership, of which his spouse serves as trustee, and the 328,229 shares of common stock of HCA Healthcare, Inc. and the 5,291,769.2684 units of Hercules held by The William R. Frist 2010 Family Trust, of which he serves as trustee.

7. The Reporting Person directly owns 1,065,745 units of Hercules and therefore may be deemed to own indirectly the same number of shares of common stock of HCA Healthcare, Inc. by virtue of his ownership in Hercules. The Reporting Person may also be deemed to have indirect beneficial ownership in respect of 4,128 shares of common stock of HCA Healthcare, Inc. and 78,155,825 units of Hercules, through an indirect pecuniary interest in such shares and units held by his children and spouse, and therefore may be deemed to own indirectly the same number of shares of common stock of HCA Healthcare, Inc.

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8. The Reporting Person is trustee of The William Frist August 2018 GRAT and may be deemed to be the beneficial owner of the units of Hercules held by such trust and therefore may be deemed to own indirectly the same number of shares of common stock of HCA Healthcare, Inc.

9. The Reporting Person may be deemed to share voting and dispositive power with respect to 36,629,163.8593 shares of HCA Healthcare, Inc. beneficially owned by Frisco, Inc., by virtue of his 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 Healthcare, Inc.

Remarks:

/s/ Natalie Harrison Cline,  
Attorney-in-Fact 05/03/2019  
** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.