

Torres Kathryn A.
Form 4
February 07, 2019

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Torres Kathryn A.

(Last) (First) (Middle)

ONE PARK PLAZA

(Street)

NASHVILLE, TN 37203

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

HCA Healthcare, Inc. [HCA]

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

02/05/2019

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

SVP-Payer Contracting & Align.

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

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 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)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	02/05/2019		M		7,000	A	\$ 68.96	11,237	D
Common Stock	02/05/2019		M		3,877	A	\$ 69.58	15,114	D
Common Stock	02/05/2019		M		5,125	A	\$ 77.13	20,239	D
Common Stock	02/05/2019		M		7,340	A	\$ 81.96	27,579	D
Common Stock	02/05/2019		M		4,575	A	\$ 101.16	32,154	D

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Common Stock 02/05/2019 F 19,549 D \$ 139.72 12,605 D

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

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(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. 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Appreciation Right	\$ 68.96	02/05/2019		M	7,000	<u>(1)</u> 02/04/2025	Common Stock 7,000
Stock Appreciation Right	\$ 69.58	02/05/2019		M	3,877	<u>(2)</u> 01/29/2026	Common Stock 3,877
Stock Appreciation Right	\$ 77.13	02/05/2019		M	5,125	<u>(3)</u> 07/29/2026	Common Stock 5,125
Stock Appreciation Right	\$ 81.96	02/05/2019		M	7,340	<u>(4)</u> 02/01/2027	Common Stock 7,340
Stock Appreciation Right	\$ 101.16	02/05/2019		M	4,575	<u>(5)</u> 01/31/2028	Common Stock 4,575

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Torres Kathryn A. ONE PARK PLAZA	SVP-Payer Contracting & Align.

NASHVILLE, TN 37203

Signatures

/s/ Kevin A. Ball,
Attorney-in-Fact

02/07/2019

__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 stock appreciation rights vested in four equal annual installments beginning on February 4, 2016.
- (2) The stock appreciation rights vest in four equal annual installments beginning on January 29, 2017.
- (3) The stock appreciation rights vest in four equal annual installments beginning on July 29, 2017.
- (4) The stock appreciation rights vest in four equal annual installments beginning on February 1, 2018.
- (5) The stock appreciation rights vest in four equal annual installments beginning on January 31, 2019.

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

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