

JOHNSON R MILTON  
Form 4  
February 02, 2018

**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 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
JOHNSON R MILTON

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
ONE PARK PLAZA  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
01/31/2018

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman & CEO

NASHVILLE, TN 37203

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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 (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	08/09/2017		G	V	21,795	D	\$ 0
Common Stock	02/01/2018		M		213,365	A	\$ 13.2075
Common Stock	02/01/2018		M		213,356	A	\$ 17.6471
Common Stock	02/01/2018		M		640,070	A	\$ 22.6415
Common Stock	02/01/2018		F		543,348	D	\$ 102.24
							426,935
							640,300
							853,656
							1,493,726
							950,378

Common Stock	322,624	I		By Trust (Spouse, Trustee)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. 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 Underlying (Instr. 3)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Stock Appreciation Right	\$ 101.16	01/31/2018		A	251,570	01/31/2019 <sup>(1)</sup> 01/31/2028	Common Stock			
Non-Qualified Stock Option (right to buy)	\$ 13.2075 <sup>(2)</sup>	02/01/2018		M	213,365	11/17/2011 10/06/2019	Common Stock			
Non-Qualified Stock Option (right to buy)	\$ 17.6471 <sup>(2)</sup>	02/01/2018		M	213,356	11/17/2010 10/06/2019	Common Stock			
Non-Qualified Stock Option (right to buy)	\$ 22.6415 <sup>(2)</sup>	02/01/2018		M	640,070	<sup>(4)</sup> 10/06/2019	Common Stock			

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JOHNSON R MILTON ONE PARK PLAZA NASHVILLE, TN 37203	X		Chairman & CEO	

## Signatures

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

02/02/2018

        \*\*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 vest in four equal annual installments beginning on January 31, 2019.
- (2) Exercise Price was adjusted to reflect a 4.505 to 1 stock split that occurred with respect to the Issuer's common stock effective March 9, 2011.
- (3) Shares have been adjusted to reflect a 4.505 to 1 stock split that occurred with respect to the Issuer's common stock effective March 9, 2011.
- (4) Two thirds of the option was vested upon grant on October 6, 2009, and one third of the option vested on November 17, 2009

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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