

Elcan Patricia F
Form 5
February 16, 2010

FORM 5

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

OMB APPROVAL

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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

2. Issuer Name and Ticker or Trading Symbol
HCA INC/TN [(NONE)]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2009

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

3100 WEST END AVENUE

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

NASHVILLE, TN 37203

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock, par value \$0.01 per share	12/30/2009	^	G	77,793 D \$ 0	191,660	I	Held indirectly through Hercules Holding II, LLC ⁽¹⁾ ⁽²⁾
Common Stock, par value \$0.01 per share	^	^	^	^ ^ ^	311,898	I	Held indirectly through Hercules Holding II,

Common Stock, par value \$0.01 per share	Â	Â	Â	Â	Â	Â	102,341	I	LLC by spouse and children ⁽¹⁾ <u>(2)</u> Held indirectly through Hercules Holding II, LLC by the Patricia F. Elcan Grat III Trust II ⁽¹⁾ <u>(3)</u>
Common Stock, par value \$0.01 per share	Â	Â	Â	Â	Â	Â	52,800	I	Held indirectly through Hercules Holding II, LLC by the Patricia F. Elcan Grat II Trust I ⁽¹⁾ <u>(3)</u>
Common Stock, par value \$0.01 per share	Â	Â	Â	Â	Â	Â	37,560	I	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	Â	Â	Â	Â	97,479	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	Â	Â	Â	Â	17,804,125	I	Held indirectly through Hercules Holding II,

Common
Stock, par
value \$0.01 per
share

Â Â Â Â Â Â 17,804,125 I

LLC by
Frisco, Inc.
(1) (4)
Held
indirectly
through
Hercules
Holding II,
LLC by
Frisco
Partners (1)
(4)

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 and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of D Se B O E Is F (I
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Elcan Patricia F 3100 WEST END AVENUE NASHVILLE, TN 37203	Â	Â X	Â	Â

Signatures

/s/ Natalie H. Cline, Attorney-in-Fact for Reporting Person

02/16/2010

**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).

Hercules Holding II, LLC holds 91,845,692 shares of the common stock of HCA Inc. Hercules Holding II, LLC has issued one unit per share of HCA Inc. that it owns directly. Hercules Holding II, LLC is held by a private investor group, including affiliates of Bain Capital Investors, LLC, Kohlberg Kravis Roberts & Co. L.P. and Merrill Lynch Global Private Equity, and 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 Inc. held by Hercules Holding II, LLC. However, the Reporting Person disclaims membership in any such group and disclaims beneficial ownership of these securities, except to the extent of her pecuniary interest therein.

- (1)

Patricia F. Elcan directly owns 191,660 units of Hercules Holding II, LLC (including 10,167 units that Mrs. Elcan owns individually and 181,493 that she owns jointly with her husband, Charles A. Elcan) and therefore may be deemed to own indirectly the same number of shares of common stock of the Issuer by virtue of her membership in Hercules Holding II, LLC. Mrs. Elcan may also be deemed to have indirect beneficial ownership in respect of 311,898 units of Hercules Holding II, LLC, 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.

- (2)

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 units of Hercules Holding II, LLC held by the Patricia F. Elcan Grat III Trust II, the 52,800 units of Hercules Holding II, LLC held by the Patricia F. Elcan Grat II Trust I and the 37,560 units of Hercules Holding II, LLC held by the Elcan Children's Trust, 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 Holding II, LLC held by Elcan Investment Partnership, and therefore may be deemed to own indirectly the same number of shares of common stock of the Issuer.

- (3)

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 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 Holding II, LLC, and therefore may be deemed to own indirectly the same number of shares of common stock of the Issuer.

- (4)

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