Reiner Deborah M Form 4 February 02, 2018

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Person

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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

may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** Reiner Deborah M			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			HCA Healthcare, Inc. [HCA]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	**			
			(Month/Day/Year)	Director 10% Owner			
ONE PARK PLAZA			01/31/2018	X Officer (give title Other (specif below)			
				SVP - Mktg. & Communications			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			
				X Form filed by One Reporting Person			
NASHVILLE	TN 37203	3		Form filed by More than One Reporting			

NASHVILLE, TN 37203

(City)	(State)	(Zip) Tab	le I - Non-I	Derivative	Secui	ities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or			5. Amount of Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I) Reported (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	01/31/2018		$M_{\underline{(1)}}$	5,000	A	\$ 22.95	7,020	D	
Common Stock	01/31/2018		M <u>(1)</u>	6,525	A	\$ 47.97	13,545	D	
Common Stock	01/31/2018		M <u>(1)</u>	3,000	A	\$ 68.96	16,545	D	
Common Stock	01/31/2018		M <u>(1)</u>	1,495	A	\$ 69.58	18,040	D	
Common Stock	01/31/2018		S <u>(1)</u>	2,020	D	\$ 102	16,020	D	

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Common Stock	01/31/2018	F(1)	9,475	D	\$ 101.16	6,545	D
Common Stock	02/02/2018	S <u>(1)</u>	6,545	D	\$ 101.54	0	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. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Underlying (Instr. 3 and	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Stock Appreciation Right	\$ 22.95	01/31/2018		M <u>(1)</u>		2,500	<u>(2)</u>	02/08/2022	Common Stock
Stock Appreciation Right	\$ 22.95	01/31/2018		M(1)		2,500	(3)	02/08/2022	Common Stock
Stock Appreciation Right	\$ 47.97	01/31/2018		M <u>(1)</u>		3,150	<u>(4)</u>	02/05/2024	Common Stock
Stock Appreciation Right	\$ 47.97	01/31/2018		M(1)		3,375	<u>(5)</u>	02/05/2024	Common Stock
Stock Appreciation Right	\$ 68.96	01/31/2018		M(1)		3,000	<u>(6)</u>	02/04/2025	Common Stock
Stock Appreciation Right	\$ 69.58	01/31/2018		M <u>(1)</u>		1,495	<u>(7)</u>	01/29/2026	Common Stock
Stock Appreciation Right	\$ 101.16	01/31/2018		A	13,730		01/31/2019(8)	01/31/2028	Common Stock

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Reiner Deborah M ONE PARK PLAZA NASHVILLE, TN 37203

SVP - Mktg. & Communications

Signatures

/s/ Kevin A. Ball, 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).
- The exercise of stock appreciation rights and sales of shares reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- (2) The stock appreciation rights vested in four equal annual installments beginning on February 8, 2013.
- (3) The stock appreciation rights vested at the end of fiscal years 2012, 2013, 2014 and 2015 based upon the achievement of certain annual EBITDA performance targets.
- (4) The stock appreciation rights vested at the end of fiscal years 2014, 2015 and 2016 based upon the achievement of certain annual EBITDA performance targets.
- (5) The stock appreciation rights vest in four equal annual installments beginning on February 5, 2015.
- (6) The stock appreciation rights vest in four equal annual installments beginning on February 4, 2016.
- (7) The stock appreciation rights vest in four equal annual installments beginning on January 29, 2017.
- (8) 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. 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.

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