

HCA INC/TN
Form 4
October 31, 2005

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 *
FITZGERALD JAMES A JR

(Last) (First) (Middle)
ONE PARK PLAZA
(Street)
NASHVILLE, TN 37203
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
HCA INC/TN [(HCA)]

3. Date of Earliest Transaction
(Month/Day/Year)
10/27/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP-Supply Chain Operations

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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

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SEC 1474
(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)		Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title
			Code	V	(A)	(D)			
Non-Qualified Stock Option (right to buy)	\$ 35.6	07/13/2005	J ⁽¹⁾	V	1,875		⁽²⁾	03/22/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 41.84	07/13/2005	J ⁽¹⁾	V	15,000		⁽³⁾	01/24/2012	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 42.15	07/13/2005	J ⁽¹⁾	V	15,000		⁽⁴⁾	01/29/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 45.86	07/13/2005	J ⁽¹⁾	V	12,500		⁽⁵⁾	01/29/2014	Common Stock
Non-Qualified Stock Option (right to purchase)	\$ 46.95	10/27/2005	A		7,500		⁽⁶⁾	01/27/2015	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FITZGERALD JAMES A JR ONE PARK PLAZA NASHVILLE, TN 37203			SVP-Supply Chain Operations	

Signatures

By: /s/ Colleen E. Haley,
Attorney-in-Fact

10/31/2005

**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) Options transferred to reporting person's ex-wife pursuant to a domestic relations order.
- (2) The option vests in four equal annual installments beginning on 3/22/02.
- (3) The options vest in four equal annual installments beginning on 1/24/03.
- (4) The options vest in four equal annual installments beginning on 1/29/04.
- (5) The options vest in four equal annual installments beginning on 1/29/2005.

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(6) The options vest in four equal annual installments beginning on January 27, 2006.

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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