

HCA Holdings, Inc.
Form 8-K
May 28, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d)

OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): May 28, 2013 (May 22, 2013)

HCA HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

001-11239
(Commission

File Number)

27-3865930
(IRS Employer

Identification No.)

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One Park Plaza, Nashville, Tennessee

(Address of principal executive offices)

Registrant's telephone number, including area code: (615) 344-9551

37203

(Zip Code)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01. Entry into a Material Definitive Agreement
Senior Secured Term Loan Credit Facility

On May 22, 2013, HCA Inc., a wholly-owned subsidiary of HCA Holdings, Inc., entered into a joinder agreement to replace its existing senior secured term A-3 loan credit facility maturing on February 2, 2016 (the "Tranche A-3 Term Loan Facility") with a new \$725,766,989.18 senior secured term A-4 loan credit facility (the "Tranche A-4 Term Loan Facility") on substantially the same terms as the Tranche A-3 Term Loan Facility, other than to lower pricing, such that borrowings under the Tranche A-4 Term Loan Facility will bear interest at LIBOR plus an applicable margin of 2.50% or a base rate plus an applicable margin of 1.50%.

The foregoing description of the joinder agreement is qualified in its entirety by the terms of such agreement. Please refer to such joinder agreement, which is incorporated herein by reference and attached hereto as Exhibit 4.1.

Item 2.03 Creation of a Direct Financial Obligation or an Obligation Under an Off-Balance Sheet Arrangement of a Registrant

The information provided in Item 1.01 of this report is incorporated by reference into this Item 2.03.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits:

Exhibit 4.1 Joinder Agreement No. 3, dated as of May 22, 2013, by and among HCA Inc., as borrower, Bank of America, N. A., as administrative Agent and collateral agent and the lenders party thereto.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HCA HOLDINGS, INC.

/s/ David G. Anderson

David G. Anderson

Senior Vice President- Finance and Treasurer

Date: May 28, 2013

EXHIBIT INDEX

Exhibit 4.1 Joinder Agreement No. 3, dated as of May 22, 2013, by and among HCA Inc., as borrower, Bank of America, N. A., as administrative Agent and collateral agent and the lenders party thereto.