

HCA Holdings, Inc.
Form 8-K
March 11, 2014

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): March 11, 2014 (March 7, 2014)

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.)

One Park Plaza, Nashville, Tennessee
(Address of principal executive offices)

37203
(Zip Code)

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

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.

On March 7, 2014, HCA Inc. (HCA), a direct, wholly-owned subsidiary of HCA Holdings, Inc. (the Company), entered into the Restatement Agreement (the ABL Restatement Agreement) to the Credit Agreement, dated as of September 30, 2011 (as further amended, the ABL Agreement) by and among HCA, the subsidiary borrowers party thereto, the lenders party thereto and Bank of America, N.A. as administrative agent and collateral agent.

The ABL Restatement Agreement extends the maturity date of the revolving credit commitments under the ABL Agreement to March 7, 2019.

The ABL Restatement Agreement also amends the ABL Agreement to, among other things, (i) permit debt to be incurred by non-borrower restricted subsidiaries of HCA in an aggregate principal amount at any time outstanding not to exceed \$2.0 billion, (ii) remove the restriction on assumed debt which sets forth a maximum amount of Scheduled Inside Payments (as defined in the ABL Restatement Agreement) after giving effect to the incurrence thereof, (iii) increase the basket for debt incurred by foreign subsidiaries from 2.5% of total assets of foreign subsidiaries to 5.0% of total assets of domestic and foreign subsidiaries and (iv) amend the \$6.6 billion general disposition basket to only apply during any five year rolling period beginning on the effective date of the ABL Restatement Agreement.

The foregoing description does not purport to be complete and is qualified in its entirety by reference to the ABL Restatement Agreement, a copy of which is filed as Exhibit 4.1 hereto and incorporated herein by reference.

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 Restatement Agreement, dated as of March 7, 2014, to the Credit Agreement, dated as of September 30, 2011, by and among HCA Inc., the subsidiary borrowers party thereto, the lenders party thereto and Bank of America, N.A. as administrative agent and collateral agent.

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: March 11, 2014

EXHIBIT INDEX

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