

HCA INC/TN
Form 8-K
October 06, 2006

**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): October 6, 2006 (October 6, 2006)
HCA INC.**

(Exact name of registrant as specified in charter)

Delaware

001-11239

75-2497104

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

One Park Plaza, Nashville, Tennessee

37203

(Address of principal executive offices)

(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 8.01. Other Events.

On October 6, 2006, HCA Inc., a Delaware corporation (HCA), issued the press release attached hereto as Exhibit 99.1 in which HCA announced that it had commenced cash tender offers to purchase any and all of its outstanding 8.850% Medium Term Notes due 2007 (CUSIP No. 19767QAJ4) (the 8.850% Notes), 7.000% Notes due 2007 (CUSIP No. 197677AL1) (the 7.000% Notes), 7.250% Notes due 2008 (CUSIP No. 197677AK3) (the 7.250% Notes), 5.250% Notes due 2008 (CUSIP No. 404119AK5) (the 5.250% Notes) and 5.500% Notes due 2009 (CUSIP No. 404119AM1) (the 5.500% Notes and, together with the 8.850% Notes, the 7.000% Notes, the 7.250% Notes and the 5.250% Notes, collectively the Notes). HCA also announced that it had commenced related consent solicitations to amend the Notes and the indenture pursuant to which the Notes were issued as it relates to such Notes. The tender offers and consent solicitations are being conducted in connection with HCA s previously announced agreement to merge with an entity controlled by Bain Capital Partners, LLC, Kohlberg Kravis Roberts & Co. L.P. and ML Global Private Equity Fund, L.P.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits:

Exhibit 99.1 Press Release dated October 6, 2006

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 INC.

By: /s/ John M. Franck II

Name: John M. Franck II

Title: Vice President and Corporate
Secretary

Date: October 6, 2006

EXHIBIT INDEX

Exhibit 99.1 Press Release dated October 6, 2006