

HCA Holdings, Inc.
Form 8-K
June 15, 2015

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): June 15, 2015 (June 10, 2015)

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.)

Edgar Filing: HCA Holdings, Inc. - Form 8-K

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.
Senior Secured Term Loan Credit Facility

On June 10, 2015, HCA Inc. (HCA), a direct, wholly owned subsidiary of HCA Holdings, Inc., entered into a joinder agreement (the Joinder Agreement) to replace each of its existing senior secured term A-2 loan credit facility maturing on May 2, 2016 (the Tranche A-2 Term Loan Facility) and senior secured term A-4 loan credit facility maturing on February 2, 2016 (the Tranche A-4 Term Loan Facility) with a new \$1.40 billion senior secured term A-5 loan credit facility maturing on June 10, 2020 (the Tranche A-5 Term Loan Facility) on substantially the same terms as each of the Tranche A-2 Term Loan Facility and Tranche A-4 Term Loan Facility, other than to lower pricing, such that borrowings under the Tranche A-5 Term Loan Facility will bear interest at a variable rate based on the ratio of consolidated total debt to consolidated EBITDA of HCA, which rate is currently at LIBOR plus an applicable margin of 1.50% or a base rate plus an applicable margin of 0.50%.

The foregoing description does not purport to be complete and is qualified in its entirety by reference to the Joinder 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 Joinder Agreement No. 1, dated as of June 10, 2015, by and among HCA Inc., as borrower, the guarantors party thereto, 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

Date: June 15, 2015

EXHIBIT INDEX

Exhibit 4.1 Joinder Agreement No. 1, dated as of June 10, 2015, by and among HCA Inc., as borrower, the guarantors party thereto, Bank of America, N. A., as administrative agent and collateral agent, and the lenders party thereto.