HCA 401(k) Plan
Summary Plan Description

As of February 1, 2011

Esta Descripción del Resumen del Plan y el folleto contienen un resumen en inglés de sus derechos y beneficios del plan bajo los planes de beneficio auspiciados por HCA. Si usted tiene dificultades en entender cualquier parte de esta Descripción del Resumen del Plan o folleto, contacte a BConnected al 1-800-566-4114. Las horas de oficina son de lunes a viernes, 7 a.m. a 7 p.m.

HCA-G64
HCA 401(k) Plan

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Introduction to HCA Total Rewards

This document includes a Summary Plan Description (SPD) that describes the HCA 401(k) Plan. It is intended to satisfy the summary plan description requirements of ERISA. Plan information is updated periodically. The most accurate information is posted at HCArewards.com.

Enrolling in the HCA 401(k) Plan: You are automatically enrolled in the HCA 401(k) Plan when you become eligible. You can opt out of 401(k) plan participation and find more information about your benefits and rewards by logging on to HCArewards.com and clicking on BConnected.

Making Changes: You can change your contribution rate, investment fund or transfer money within the HCA 401(k) Plan at any time by logging on to HCArewards.com and clicking on BConnected. Changes are effective per pay period (as soon as administratively feasible after you submit a change).

Please Note: Benefit information is updated periodically. You should always check the SPD posted at HCArewards.com for the most up-to-date information. To receive certain benefits materials electronically instead of by mail, sign up for electronic consent by logging on to HCArewards.com and clicking on BConnected.

Where to Find More Plan Information

HCArewards.com

HCArewards.com is your online resource for information on all of the benefits and rewards you receive as an HCA-affiliated employee. Instances in this SPD that refer you to HCArewards.com typically require that you login. You must login to access online SPDs, benefits provider directories and other customized rewards information. The first time you visit the site as a current employee, you will need to activate your account by following these instructions:

1. Go to HCArewards.com
2. Enter your HCA 3-4 ID
3. Enter the last four digits of your Social Security number and your birth date (####MM/DD/YYYY)
4. Create and confirm a new password
5. Answer security questions
6. You will be taken back to the login screen
7. Enter your HCA 3-4 ID and the new password you created

BConnected

BConnected is your resource to personalized benefits account information. You can use BConnected to:

- Enroll in the HCA 401(k) Plan when you are eligible
- Add, review or change your life insurance and 401(k) beneficiary information
- View your balances and rates of return for the HCA 401(k) Plan
- Change your contribution rate or investments for future contributions to your HCA 401(k) Plan account
- Change your current investment fund(s) or transfer money within the HCA 401(k) Plan
- Get answers to general benefits questions

Online Access: You can access BConnected by logging on to HCArewards.com and clicking on BConnected.

By Phone: You can also obtain information about your benefits 24 hours a day through the automated phone system at 1-800-566-4114. If you need to speak directly with a Benefits Center Representative, they are available Monday through Friday, from 7 a.m. to 7 p.m. (Central Time).
Eligibility

As a covered employee of your facility, you are eligible to participate in the HCA 401(k) Plan on the first day of the month after you complete two consecutive months of service, as long as you are age 18 or older.

If you are under the age of 18, you will be eligible to participate in the Plan on the first day of the month following the date you turn age 18, if you have then completed at least two consecutive months of service.

The following employees are not eligible to participate:
- Leased employees
- Temporary employees who have not completed one year of service (1,000 hours in your first 12 months of employment or any calendar year)
- Individuals who are not on HCA’s payroll
- Employees who are members of a collective bargaining unit, unless the collective bargaining agreement provides for participation in the Plan
- Employees of HCA affiliates that have not adopted the Plan
- Employees who have taken a vow of poverty, such as a chaplain or other clergy member

If you terminate employment with your facility after becoming eligible, but are later rehired, you can enroll again as soon as administratively possible following your rehire.

If you are rehired within 60 days of your termination, your prior contribution election should remain in effect upon rehire unless you change it. Upon rehire, you log on to HCArewards.com and click on BConnected to verify your status and make any changes.

You should review your paycheck to make sure contributions are accurate. Failure to do so may result in incorrect or no deferrals for periods not immediately reported.

You are eligible to make additional Catch-Up Contributions to the Plan in any year you are — or will be — age 50 or older by December 31 of that year.

Participants in the San Jose Market Pension Plan are not eligible for company matching contributions under the 401(k) plan.

Participation

Active 401(k) Plan Participation

If you are a full-time, part-time or PRN status employee hired or rehired on or after January 1, 2006: You will be automatically enrolled in the HCA 401(k) Plan when you become eligible. This feature will also apply to rehired employees, unless the rehire date is within 60 days of termination of employment. However, travel nurses are not subject to automatic enrollment.

You will initially receive an enrollment kit that contains information about automatic enrollment — along with instructions on how to opt out if you so choose. You can stop participation or elect a different deferral percentage at any time. If you do not opt out or make a choice before you become eligible for the Plan and your automatic contributions begin, no refunds will be allowed of contributions that have already been made. You may opt out by logging on to HCArewards.com and clicking on BConnected or by calling 1-800-566-4114.

When you are automatically enrolled in the Plan, your contribution rate will begin at 3% of your eligible pay, and will be matched at 100% on each dollar deferred up to 3% to 9% - based on your years of service. Contributions will be invested in the Pre-Mixed 25-To-Go Fund unless you elect different investments. Your contribution rate will automatically increase by 1% in January of each year if you do not opt out of the automatic contribution increase feature. For this purpose, if you begin participation during the first half of a year, your first automatic contribution increase will generally occur as of the beginning of the second year following the initial year of participation. The default investment election will remain in effect until you make a change. You can change your contribution rate and the investment election at any time by logging on to HCArewards.com and clicking on BConnected or by calling 1-800-566-4114.

If you were hired before January 1, 2006: You may enroll in the Plan at any time after you become eligible. When you join the Plan, you will need to decide how much to contribute to the Plan and how to invest your account. If you enroll in the Plan using Quick Enrollment, the automatic contribution increase feature described above will apply and your contribution rate will automatically increase by 1% in January of each year (also described above) unless you stop this feature. Your investment election will remain in effect until you make a change. For more information, to enroll and to make elections, log on to
HCArewards.com and click on BConnected or call 1-800-566-4114. After you make your elections, your participation will generally begin with your next full payroll period.

Inactive Participation
If you are not eligible to enroll in or receive contributions under the 401(k) Plan, you will still be a participant if you have an account under the Plan that was transferred from a prior plan.

HCA 401(k) Plan Highlights
The HCA 401(k) Plan gives you a convenient way to save money for retirement — by putting money aside each payroll period. To help you save, each payroll period, your facility makes a matching contribution to your account. For most employees, the contribution is a 100% match on your contributions up to a certain level (from 3% to 9% of eligible pay) based on your years of service and subject to contribution limits. The longer you work for your facility, the more you can receive in Matching Contributions.

Plan Overview
The HCA 401(k) Plan allows you to save money on a before-tax basis, reducing the amount of federal (and in most cases, state) income tax you pay each year. You choose how to invest the money in your account.

You may be eligible to access your money before retirement — through loans and, in cases of financial hardship, through withdrawals from the Plan. And with the phased retirement distribution feature, you can continue to work for your HCA-affiliated facility while having access to your money when:

- You reach age 59½ – withdraw all or part of your vested 401(k) Plan balance (except for your former Retirement Plan account, and any earnings thereon) for any reason
- You reach age 62 – withdraw up to 50% of your former Retirement Plan account, and any earnings thereon.

In combination with your personal saving and your Social Security benefits, the HCA 401(k) Plan plays an important role in helping you meet your financial goals for retirement.

For most employees, the HCA 401(k) Plan encourages you to save for retirement by matching your savings.

Contributions
Contributions to Your Account
The HCA 401(k) Plan allows you to save for your future — and benefit from tax reductions today. The sooner you begin contributing to the Plan, the more you can accumulate for your future.

Your account generally can receive two types of regular contributions:

- Voluntary Contributions are contributions you make to your account on a before-tax basis. Your Voluntary Contributions and their investment earnings are always 100% vested.
- Matching Contributions are contributions your facility makes to your account. Matching Contributions and their investment earnings are subject to a vesting schedule.

Your total account balance may also include separate accounts with contributions from other plans which may have been merged with the HCA 401(k) Plan. For example, accounts under the HCA Retirement Plan were merged into the HCA 401(k) Plan in 2008 – this account is referred to in this summary as the Retirement Plan account. Also, if you rolled over assets into the Plan, you will have a rollover account.

You decide how much to contribute to the Plan and how to invest your account. Your account value depends on the amount of Voluntary Contributions you make, your facility’s Matching Contributions, any other contributions, investment results based on your investment elections, and fees and expenses deducted from your account.

Employee Retirement Assistance Contribution (ERAC)
At the annual discretion of the employer, certain employees who have relatively low income from their HCA-affiliated facility may be eligible to receive a supplemental employer contribution known as ERAC. To be eligible to receive this contribution, you generally must: (a) be employed on the first day of the year or be part of an acquisition that occurred during the year; (b) earn at least 1,600 hours of service during the year (as described below under “Service and Vesting”); (c) make no more than twice the U.S. Department of Health and Human Services (HHS) single person poverty income amount, (d) be employed on the last day of the year unless you terminated during the year due to the sale of your facility or your death; (e) return to work at the end of your leave period but in any case within 6 months, if you are on a leave of absence at the end of the year; (f) be at least 18 years old on December 1; and (g) if you are a temporary employee, complete a “year of service” (1,000 hours of service during your first 12 months of employment or any calendar year) by November 30 during the year. The contribution will not be applied to any portion of the year when you participated in the San Jose Market Pension Plan or the Alaska
Regional Hospital Pension Plan portion of the HCA Retirement Plan for Certain Facilities, so if you were in one of those plans for the entire year, you will not receive an ERAC for that year. If an ERAC is made for you, the amount of the contribution will generally equal the maximum matching contribution that you could have received and will not depend on your actual Voluntary Contributions. ERAC accounts are subject to a vesting schedule.

Voluntary Contributions
When you become eligible to make Voluntary Contributions under the 401(k) Plan, you may either elect your own contribution level, elect not to contribute, or do nothing and be automatically enrolled. If you are automatically enrolled in the 401(k) Plan, your initial contribution rate will be 3% of your eligible pay and your rate will automatically increase by 1% in January of each year unless you actively elect another rate – up to 15%. If you are automatically enrolled after June of the current plan year, the automatic increase will become effective after the next full year in January. For example, if you are enrolled in July 2010, your automatic increase will take effect in January 2012. In general, you can choose to contribute up to 50% of eligible pay each payroll period to the Plan through payroll deductions. For most employees, each payroll period, your facility will provide a 100% match on your contributions up to a certain level (from 3% to 9% of eligible pay) based on your years of service.

However, if you are a highly compensated employee (as defined in the Internal Revenue Code), your contributions will generally be limited in order for the Plan to meet IRS regulations. Currently, highly compensated employees are not permitted to contribute more than 12% of annual eligible pay to the Plan because of these restrictions, but this limit may be adjusted at any time. If this limit affects you, you will be notified and you will receive notice of any changes in the limit.

For purposes of the 401(k) Plan, your eligible pay generally includes all wages reported on your W-2 form, including your contributions to the 401(k) Plan and any before-tax dollars you use to pay for additional benefits through the HCA Total Rewards program. If your eligible pay increases during the year because of a raise or promotion, your contributions for the balance of the year are based on the increased amount. There are some exceptions to eligible pay.

Examples of pay that is not eligible:
- Pay received from an affiliate that does not participate in the HCA 401(k) Plan
- Pay that you received while a member of a union (unless the collective bargaining agreement provides for participation)
- Pay that you received while you were not an active participant in the Plan
- Discretionary and non-discretionary bonuses, including Performance Excellence Program bonuses
- Reimbursements, allowances, or compensation associated with a geographic transfer or relocation
- Income from the exercise of a stock option or nonqualified plan
- Cash Out Dollars taken as cash instead of benefits
- Sales commissions
- Back pay or compensation received as a result of a legal settlement or otherwise
- Fringe benefits in the form of cell phones, country club dues, airplane use, spouse travel, personal auto use, etc.
- Severance pay
- Pay received while on military leave
- Income from discharge of debt owed to HCA and its affiliates
- Life insurance coverage
- Foreign tax gross ups and differential payments for expatriates
- Taxable non-cash compensation such as group life imputed income, reward prizes or gifts received
- Taxable domestic partner benefits
- PTO Cash Outs

Pay that is eligible may include childcare, meals reimbursement and adoption reimbursement.
Advantages of Saving Through the Plan

Saving through the HCA 401(k) Plan can offer you some significant tax breaks. The reason is the difference between before-tax savings (in the Plan) and after-tax savings (in a bank, for example). Let's assume you're eligible annual pay (and your total taxable wages before 401(k) deductions) is $30,000, you are single, take the standard deduction, and have one personal exemption. Here's an example of how your tax savings might be calculated using 2009 tax laws.

<table>
<thead>
<tr>
<th></th>
<th>After-Tax Contributions</th>
<th>Before-Tax Contributions</th>
</tr>
</thead>
<tbody>
<tr>
<td>Annual pay</td>
<td>$30,000</td>
<td>$30,000</td>
</tr>
<tr>
<td>Before-tax contributions (6%)</td>
<td>– 0</td>
<td>– $1,800</td>
</tr>
<tr>
<td>Taxable Income</td>
<td>$30,000</td>
<td>$28,200</td>
</tr>
<tr>
<td>Estimated federal income taxes*</td>
<td>– 2,684</td>
<td>– 2,414</td>
</tr>
<tr>
<td>After-tax savings (6%)</td>
<td>– 1,800</td>
<td>– 0</td>
</tr>
<tr>
<td>Your remaining pay</td>
<td>$25,516</td>
<td>$25,786</td>
</tr>
<tr>
<td>Tax savings</td>
<td></td>
<td>$270</td>
</tr>
</tbody>
</table>

* Estimated federal income taxes based on 2009 tax tables and exemption amounts. State income taxes have not been included but could represent additional savings if you would have otherwise paid state tax on the money you contribute to your Plan account. Deferral rate is assumed to be consistent throughout the year. FICA taxes are not reduced by contributions to the Plan.

Your savings in the 401(k) Plan can also grow tax free. You do not pay federal income taxes on your contributions or earnings until they are distributed to you.

And, don't forget that, if you are eligible, your facility makes dollar-for-dollar matching contributions each pay period, subject to the savings you contribute and the limits described below. In this example, that could add an additional $1,800 to your account if you have 10-14 years of service with HCA. Remember, this is only an example. Your actual savings, matching and current taxes will depend on your own tax status and financial information as well as your years of service. You should consult a personal tax advisor for more information.

Contribution Limits

Federal law limits the total amount of Voluntary Contributions you can make each year. This limit is subject to change periodically. The limit for 2011 is $16,500.

In addition, if you will be age 50 or older by the last day of the calendar year, you can make Catch-Up Contributions as well. For 2011, you can contribute up to an additional $5,500.

These limits to Voluntary and Catch-Up Contributions apply to your contributions to this Plan and all contributions you make to the 401(k) and/or 403(b) plans of any other employer in the same calendar year. Your employer will monitor your contributions so that you will not exceed the limit under the HCA 401(k) Plan. However, if you contribute to a 401(k) or 403(b) plan of any other employer, **it is your responsibility to monitor compliance with these limits**.

If you exceed the limit with your Voluntary or Catch-Up Contributions to the HCA 401(k) Plan and any other 401(k) and/or 403(b) plans, you should contact BConnected before March 1 of the following year to request a refund. This will allow enough time for BConnected to issue you a refund before the April 15 deadline.

If you contact BConnected after March 1 (but before April 15), BConnected may or may not be able to issue you a refund before April 15.

A refund check will not be issued after April 15. If your excess contribution is not distributed by April 15, the excess amount will be considered income in the prior year, and you will receive no tax benefit for that amount when you ultimately receive your distribution. As a result, you will pay taxes on the excess contribution twice — once in the year you contributed the money and again when you actually receive the money from the Plan.

If a distribution check is issued to you, any earnings on the excess contributions will be taxable in the year of the refund.

Income Tax Credit

The Internal Revenue Code allows certain individuals to receive an income tax credit of up to $1,000 for contributing to before-tax retirement plans, such as the HCA 401(k) Plan. These credits are limited to individuals whose adjusted gross income (AGI) is less than the following amounts for 2011:

- $56,500 for couples filing income taxes jointly
- $42,375 for individuals who file as heads of household
- $28,250 for single taxpayers.
For information, please contact your personal financial or tax advisor. More information is also available in IRS Publication 4703, which is available free of charge on the IRS web site at www.irs.gov.

Contribution Elections as Flat Dollar Amount or Percentage
You may elect Voluntary Contributions in dollar amounts or whole percentages at any time. If you designate a dollar amount, it cannot exceed 50% of your eligible pay each pay period. For highly compensated employees who elect a dollar amount, BConnected will estimate the eligible pay and ensure the year-to-date contribution amount does not exceed 12% of eligible pay (or other limit applied to highly compensated employees for the year).

Tax Regulation Limits
Tax law requires that the rate of 401(k) and matching contributions by highly compensated employees not exceed the non-highly compensated employees’ rate of contribution by more than a certain amount. The IRS has procedures to determine this maximum. If the 401(k) Plan cannot pass the legal test for a balanced proportion of participation, contributions for highly compensated employees may be limited or refunded. You will be notified if this affects you.

There are also IRS limits on the combined total annual contributions that can be made to your accounts in the HCA 401(k) Plan and any other tax-qualified account balance plans of HCA Inc. and its affiliates, other than rollover contributions. Under certain circumstances, this overall limit may reduce the maximum contribution you are allowed to make to the Plan. If you exceed these limits, you may receive a distribution of the excess amount following the end of the Plan year or other action may be taken according to Plan terms.

Highly Compensated Employees
For 2011, a highly compensated employee (HCE) is someone who has W-2 adjusted wages from HCA in 2010 of more than $110,000. (W-2 adjusted wages generally means W-2 wages plus 401(k) contributions and most other before-tax contributions.) This limit is set by the government and is adjusted from time to time. In addition, the Internal Revenue Code limits the amount of annual pay that can be taken into account for Plan purposes. The amount is $245,000 for 2011, and is subject to change periodically.

Contributions by HCEs each year are limited to help the Plan pass the IRS tests. Currently, the limit is 12% of annual plan-eligible pay, but it may be adjusted at any time, in which case you will be notified if you are affected. Highly compensated employees may elect to make before-tax contributions in flat dollar amounts or whole percentages. Flat dollar amounts cannot exceed 50% of eligible pay each pay period. For highly compensated employees who elect a whole dollar amount, BConnected will estimate the eligible pay and ensure the year-to-date contribution amount does not exceed 12% of eligible pay.

Electing a deferral percentage works best when expected eligible pay in 2011 is less than or equal to $137,500, the participant may simply elect the maximum HCE deferral percentage (12% for 2011).

Electing a flat dollar amount works best when expected eligible pay in 2011 is more than $137,500, the participant should elect a flat dollar amount. To determine the appropriate flat dollar amount, follow these steps:
• Subtract the amount of your year-to-date deferrals from $16,500
• Divide the difference by the number of pay periods remaining in the year. If a pay period ends in the following year, even if it begins in the current year, you should not count it for this purpose. It will be considered part of the next year’s pay.

Matching Contributions
To help you build your savings, your facility provides a Matching Contribution to the Plan. If you are eligible for the regular Matching Contribution, when you begin contributing to the HCA 401(k) Plan your facility will provide a 100% match on your Voluntary Contributions up to a certain level (from 3% to 9% of pay) based on your years of service as of the end of the payroll period.

<table>
<thead>
<tr>
<th>Years of Service as of End of Payroll Period</th>
<th>Maximum Match That Period</th>
</tr>
</thead>
<tbody>
<tr>
<td>0-4</td>
<td>3%</td>
</tr>
<tr>
<td>5-9</td>
<td>4%</td>
</tr>
<tr>
<td>10-14</td>
<td>6%</td>
</tr>
<tr>
<td>15-19</td>
<td>7%</td>
</tr>
<tr>
<td>20-24</td>
<td>8%</td>
</tr>
<tr>
<td>25 or more</td>
<td>9%</td>
</tr>
</tbody>
</table>

Service for determining your matching rate in the above chart is generally the same as your vesting service, which is described below, except that past service credit may not apply.
You will not be eligible for the regular Matching Contribution for any pay period during which you are an active participant in the San Jose Market Pension Plan or the Alaska Regional Hospital Pension Plan portion of the HCA Retirement Plan for Certain Facilities, or any pay period during which you are covered by a collective bargaining agreement that does not provide for the Matching Contribution.

There is no match for any additional contributions you make or for Rollover Contributions. Matching Contributions are made based on compensation for each payroll period. Therefore, to maximize Matching Contributions, you need to contribute the maximum matched percentage of eligible pay each payroll period.

**Alaska Participants:** For any payroll period when you are an active participant in the Alaska Regional Hospital Pension Plan portion of the HCA Retirement Plan for Certain Facilities, you will receive a Matching Contribution equal to 50% of your Voluntary Contributions for the payroll period, but your Matching Contribution for each payroll period is limited to 1.5% of your eligible pay for that period (unless you made an irrevocable election to freeze your benefits service in the Alaska Regional Hospital Pension Plan – effective Jan. 1, 2011). In other words, only Voluntary Contributions up to 3% of your pay per payroll period will be matched, at a rate of 50%. To maximize your Matching Contributions under this formula, you need to contribute at least 3% of your eligible pay every pay period.

**Matching and Catch-Up Contributions:** Any contributions you designate as Catch-Up Contributions when they are made will not receive a match that payroll period. However, if you are eligible for Matching Contributions under the 401(k) Plan, you are employed on the last day of the year, you make Catch-Up Contributions, and your total Voluntary Contributions for the year were less than the maximum you could have contributed under the IRS dollar limit ($16,500 for 2011) and the maximum contribution rate for highly compensated employees (if it applies to you), then you will receive an additional Matching Contribution on a portion of your Catch-Up Contributions. The additional Matching Contribution is based on the additional match you could have received if your Catch-Up Contributions had been designated as regular Voluntary Contributions (subject to the IRS and plan limits on total Voluntary Contributions).

For example: Assume you are age 52, you are not a highly compensated employee, your eligible pay for the year is $48,000 ($8,000 per monthly pay period for 12 pay periods), and you elect to contribute $140 per pay period (3.5% of your eligible pay) as Voluntary Contributions and $40 per pay period as Catch-Up Contributions throughout the year. Also assume that you are eligible for the regular Matching Contributions and you have 6 years of service, so your matching rate is 100% of Voluntary Contributions up to 4% per pay period. During the year, your Matching Contributions will be $140 per pay period, because the Catch-Up Contributions will not be matched and you are contributing less than the 4% maximum per pay period in regular Voluntary Contributions. However, at the end of the year, you will have only contributed $1,680 in total Voluntary Contributions ($140 times 12), which is less than the IRS limit. In this case, if you are still employed on December 31, you will receive an additional match on your Catch-Up Contributions. Your additional Matching Contribution will be equal to $240, which is $48,000 times .5% (the difference between the 4% maximum and your 3.5% deferral rate), and is less than both your total Catch-Up Contributions and the difference between the IRS maximum and your total Voluntary Contributions.

You invest your facility's matching contributions the same way as you invest your voluntary contributions: in one or more of the 401(k) Plan investment funds. While your Voluntary Contributions and their earnings, if any, are always 100% vested, your Matching Contributions and their earnings are subject to a vesting schedule.

**Low Income Contributions**
For employees earning less than 200% of U.S. poverty guidelines for an individual, HCA may make an additional graded contribution referred to as ERAC. You will be notified if you qualify for this special benefit.

**Rollover Contributions**
If you participated in a tax-qualified retirement plan through another employer — such as another 401(k) plan — you generally can roll that money into the HCA 401(k) Plan anytime after you become a Plan participant. The Plan Administrator must receive sufficient information showing that the other plan is tax-qualified before the money is eligible for a rollover. Rollover Contributions are not matched by your facility, but they can be invested in any of the current investment options. The Plan does not accept Rollover Contributions in stock or property. If you have questions concerning rollover accounts, please call RolloverSystems at 1-866-340-3252.

**Making a Rollover Contribution**
1. Call RolloverSystems to request a Rollover Contribution Form. You must be eligible to participate in the 401(k) Plan to make a Rollover Contribution.
2. Complete and return the form to the RolloverSystems Rollover Contribution Center. Be sure to include sufficient information showing that the amount is coming from a tax-qualified plan and is eligible for a rollover. You must also elect how you would like your Rollover Contribution invested in the Plan.
3. Enclose a check from the distributing plan or individual retirement account (IRA), money order, certified check, or cashier’s check for the rollover amount. The HCA 401(k) Plan does not accept share certificates as part of a Rollover Contribution. Checks should be made payable to the Plan and mailed to RolloverSystems, Attn: Rollover Contribution Center, 4135 South Stream Blvd., Suite 500, Charlotte, NC 28217.

4. Make a copy of the Rollover Contribution Form and your check or money order for your records.

5. If you were not already enrolled in the Plan, you must designate a beneficiary. A beneficiary is the person who will receive the value of your Plan account if you die before receiving the account balance yourself. You can designate a beneficiary online at HCArewards.com or by calling BConnected at 1-800-566-4114.

6. For any rollover that is not a direct rollover (for example, a payment to you from your IRA), the check must be deposited within 60 days of receipt.

Catch-up Contributions
Generally, you are eligible to make additional Catch-Up Contributions to the Plan in any year you are — or will be — age 50 or older by December 31. Go to HCArewards.com and click on BConnected or call BConnected at 1-800-566-4114 to enroll for a Catch-Up Contribution. For the most part, Catch-Up Contributions are treated the same as regular Voluntary Contributions under the HCA 401(k) Plan, such as for eligibility for distribution, investments, withdrawals and loans. However, Catch-Up Contributions are not eligible for matching contributions and are not subject to the limits for highly compensated employees and certain other limits the IRS imposes on Voluntary Contributions.

If you make Catch-Up Contributions to another employer’s savings plan during the same year, be sure your total contributions to the HCA 401(k) Plan and other employers’ plans do not exceed the Catch-Up Contribution limit ($5,500 for 2011) for the Plan year.

Changing or Stopping Your Contributions
You can increase, decrease, or stop your contributions to the 401(k) Plan at any time by visiting HCArewards.com or by calling BConnected at 1-800-566-4114. Changes or suspension of contributions are generally effective beginning the next full payroll period after your election has been processed.

If you elected to contribute a percentage of pay as opposed to a flat dollar amount, and your eligible pay increases during the year because of a raise or promotion, your contributions for the remainder of the year will be based on the increased amount.

You can access account information at any time by logging in to HCArewards.com and clicking on BConnected. You can also make contribution changes by calling the BConnected automated phone system at 1-800-566-4114. Representatives are available to answer your questions Monday through Friday, from 7 a.m. to 7 p.m., Central time (except holidays).

Other Plan Accounts
In some cases, your total HCA 401(k) Plan account balance may also include separate accounts with contributions from former employers’ plans, or plans merged into the Plan.

Any investment direction you make with respect to the Plan applies equally to the accounts transferred to the Plan via merger or otherwise. If your prior plan accounts were transferred to the Plan, the investments were then converted to Plan funds that generally resembled your old funds in terms of risk and return. It is your responsibility to choose and confirm how your account balance is invested.

Service and Vesting
You earn ownership rights to your Matching Account, Retirement Plan Account and Stock Bonus Plan Account (if any) in the HCA 401(k) Plan through your years of vesting service with HCA and its affiliates. You receive one year of vesting service for each calendar year that you earn at least 1,000 hours of service if you are age 18 or older by the end of the year.

Hours of Service
Hours of service are counted using special rules under the 401(k) Plan, to determine whether you have worked the 1,000 hours required to earn a year of vesting service. You earn one hour of service:

- For each hour you work for pay, including hours for which you receive back pay. You ordinarily will not receive hours of service for a period during which you are “on call,” but not actually performing services.
- For each hour you receive pay while away from work for vacation, holidays, jury duty, sick leave, and similar periods of paid time off. You can receive up to 501 hours for any single period away from work.
- For each normally scheduled work hour (ordinarily at a rate of 40 hours per work week for full-time employees) while you are in the U.S. military service, as long as you are reemployed within the period required under veterans’ reemployment laws.
If you are paid solely on commissions, your hours of service will be determined by dividing your total commissions by the federal minimum wage for the year.

Hours of service and pay will generally be credited to the Plan year in which they are paid. For example, if a pay period begins in December and ends the first week of January of a new year, all hours for that pay period will apply for determining whether a year of service has been performed in the new plan year.

**Vesting in Matching Contributions, ERAC and Former Retirement Plan Contributions**

You are always 100% vested in your own before-tax Voluntary Contributions, Catch-Up Contributions, any Rollover Contributions and any investment earnings on those contributions. You become vested in your Matching Contributions, ERAC and former Retirement Plan contributions and any investment earnings on those contributions according to the following:

- If you were employed by your facility and became eligible for the new benefits structure (greater matching contributions) in late March or early April of 2008 (depending on when your pay periods fell), and you had three or more years of vesting service at that time, then you are now fully vested in your entire HCA 401(k) Plan account, including your former HCA Retirement Plan account.

- If you became eligible for the new benefits structure after early April of 2008, and you: (a) were employed by a participating employer in the 401(k) Plan on April 1, 2008, and (b) were employed by your facility when it changed to the new benefits structure, and (c) had three or more years of vesting service on April 1, 2008, then you are fully vested in your entire HCA 401(k) Plan account, including your former HCA Retirement Plan account.

- If you had less than 3 years of vesting service as of April 1, 2008, or were not employed by an HCA-affiliated facility on April 1, 2008, the six-year graded vesting schedule below applies to your former HCA Retirement Plan account and your ERAC account, if any. Your matching contributions will be 0% vested until you perform 3 years of vesting service and will be 100% vested thereafter.

<table>
<thead>
<tr>
<th>Years of Vesting Service</th>
<th>Percent Vested</th>
</tr>
</thead>
<tbody>
<tr>
<td>0-1</td>
<td>0%</td>
</tr>
<tr>
<td>2</td>
<td>20%</td>
</tr>
<tr>
<td>3</td>
<td>40%</td>
</tr>
<tr>
<td>4</td>
<td>60%</td>
</tr>
<tr>
<td>5</td>
<td>80%</td>
</tr>
<tr>
<td>6</td>
<td>100%</td>
</tr>
</tbody>
</table>

If your facility was acquired by HCA, you may be entitled to credit for service with your prior facility, depending on the terms of the acquisition agreement. For more information, call BConnected.

You also become 100% vested in your account regardless of your years of vesting service if, while actively employed on your facility's payroll, you:

- Reach age 65
- Become disabled, or
- Die.

You are considered disabled if your physical or mental condition qualifies as a total and permanent disability for benefits from the Social Security Administration and your disability occurred while you were employed by an HCA affiliate. You must provide proof of your disability by supplying the letter from the Social Security Administration approving your eligibility for disability benefits to BConnected.

You will also become fully vested in your account if you die while on leave for qualified military service.

If you were not actively employed after 2001, your account is subject to the 3- to 7-year vesting schedule that applied before 2002.
Vesting Under Prior Plans

**Stock Bonus Plan**
The Stock Bonus Plan was merged into the HCA 401(k) Plan on December 31, 2000. If you were a participant in the Stock Bonus Plan, your Stock Bonus accounts are subject to a seven-year vesting schedule. A 5-year schedule applies to certain participants who had three or more years of Vesting Service on December 31, 1994. Call BConnected for more information.

**Galen Plan or Columbia Hospital Corporation Plan**
If you were a participant in either the Galen Plan or the Columbia Hospital Corporation Plan, and were employed on June 30, 1994, your account(s) from either or both of those plans became 100% vested as of June 30, 1994.

**HCA Retirement Plan**
Vesting with respect to former HCA Retirement Plan accounts is discussed above in the *Vesting in Matching Contributions and Former Retirement Plan Contributions* section.

**HealthTrust and/or the EPIC Plan**
If you were a participant in the HealthTrust and/or the EPIC plans, and were employed on January 1, 1995, and June 30, 1995, your account(s) in those plans became 100% vested as of June 30, 1995.

**MCA 401(k) Plan and Colorado Healthcare Plan**
Accounts in the MCA 401(k) Plan and Colorado Healthcare Plan were fully vested and merged into the HCA 401(k) Plan Oct. 1, 2005.

**San Jose 401(k) Plan**
The 5-year graded San Jose 401(k) Plan vesting schedule applies to matching contribution accounts added to the HCA 401(k) Plan via the plan merger.

**Los Robles 401(k) Plan**
The 6-year graded vesting schedule described below (which is the same Los Robles 401(k) Plan vesting schedule) applies to the former Los Robles matching contribution accounts.

<table>
<thead>
<tr>
<th>Completed Years of Service</th>
<th>Vested Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>0-1</td>
<td>0%</td>
</tr>
<tr>
<td>2</td>
<td>20%</td>
</tr>
<tr>
<td>3</td>
<td>40%</td>
</tr>
<tr>
<td>4</td>
<td>60%</td>
</tr>
<tr>
<td>5</td>
<td>80%</td>
</tr>
<tr>
<td>6 or more</td>
<td>100%</td>
</tr>
</tbody>
</table>

**Value Health Retirement Savings Plan**
The accounts transferred from the Value Health Retirement Savings Plan are 100% vested.

**Breaks in Service**
If you terminate employment with your facility for any reason, you stop earning service. If you earn less than 501 hours of service in any calendar year, you experience a one-year break in service. Your number of one-year breaks determines how your different periods of service will be counted if you later begin earning vesting service again.

For purposes of determining a one-year break in service, you will ordinarily receive credit for the hours of service credited toward vesting service (as described above), plus the following to the extent not already taken into account:

- Hours while on an unpaid leave according to the Family and Medical Leave Act of 1993 at a rate of 40 hours per week, as long as you return to work at the end of your leave.
- Leave taken due to pregnancy or birth or adoption of a child, or to care for a child immediately following birth or adoption, with hours credited at the rate they would have been worked, provided that no more than 501 hours will be credited for such leave. These hours will be credited in the year your leave begins if needed to prevent you from having a one-year break in service, or otherwise for the following year. You must furnish the Plan with evidence of the reason for your absence to get credit under this provision.
- Approved leaves of absence up to 2 years, at a rate of 40 hours per week.
- Layoff for up to 1 year, at a rate of 40 hours per week.
If you earn more than 500 hours but less than 1,000 hours of service during a Plan year, you will not have a one-year break in service for that year. However, you will not receive a year of vesting service. (You must work at least 1,000 hours during a Plan year to receive a year of vesting service, not counting these additional hours that are only taken into account to determine whether you have a one-year break.)

The vesting breaks in service rules and buy-back rules have been changed due to the addition of the former Retirement Plan accounts to the 401(k) Plan. The last two rows of the chart below will apply separately to (a) your accounts in the 401(k) Plan other than your former Retirement Plan account and (b) your former Retirement Plan account:

<table>
<thead>
<tr>
<th>Consecutive One-Year Breaks</th>
<th>Any Vested Benefit Prior to Break?</th>
<th>Will Forfeitures Be Restored?</th>
<th>Will Vesting Service Be Restored?</th>
</tr>
</thead>
<tbody>
<tr>
<td>5 or more</td>
<td>Yes</td>
<td>No</td>
<td>Yes, for future contributions</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>No, for service performed after Aug. 11, 2008. Otherwise, yes.</td>
</tr>
<tr>
<td>Less than 5</td>
<td>Yes</td>
<td>Yes</td>
<td>Yes</td>
</tr>
<tr>
<td></td>
<td>No</td>
<td>Yes (never forfeited)</td>
<td>Yes</td>
</tr>
<tr>
<td></td>
<td>No</td>
<td>Yes*</td>
<td>Yes</td>
</tr>
</tbody>
</table>

*Your benefit was deemed to have been cashed out upon termination of employment.

If You Return to Work
If you return to work before you have had five consecutive one-year breaks in service, your vesting service earned before the break will be restored upon your reemployment. If you experience five or more consecutive one-year breaks in service and you had a vested right (excluding prior plan accounts) to all or part of your account, your prior service will be restored when you return, but only with respect to employer contributions made to your account after your return.

What Happens to Nonvested Amounts (Forfeitures)
The nonvested portion of your account will be forfeited if:
- You receive a cash-out
- You have five consecutive one-year breaks in service (see above), or
- You are not vested in any portion of your account at the time you terminate employment.

In some cases, the forfeited nonvested portion of your account may be restored, although you may be required to repay any cashout distribution you received to have your forfeited benefit restored. Contact BConnected for more information about restoration of your account upon rehire.

The forfeited nonvested portion of your account will not be restored if you have five or more consecutive one-year breaks in service.
Investing in the Plan

Your Investment Options
You choose how to invest your future Voluntary Contributions and the Matching Contributions to your 401(k) account, as well as your rollover and transfer contributions, and any other amounts credited to your account. Each fund offers a different investment strategy and its own degree of financial risk and earnings potential. You may allocate your savings among the funds any way you like. Your investment election applies to all assets in your Plan account. As of February 1, 2011, the investment options are organized into three tiers. You can invest in one or more of these tiers:

Tier 1 – Pre-Mixed To-Go Funds
With the Pre-Mixed To-Go Funds, you select a fund based on the number of years you have until retirement or based on your level of risk tolerance. Then, as you get closer to retiring or change your level of risk tolerance, you move your savings to one of the other Pre-Mixed To-Go Funds. These funds vary in the level of aggressiveness — "aggressive" to "moderate" or "conservative" — depending on how much time you have to save for retirement. You should review your investments in Tier 1 at least periodically.
- 5-To-Go Fund
- 15-To-Go Fund
- 25-To-Go Fund
- 35-To-Go Fund
- 45-To-Go Fund

Tier 2 – General Asset Class Funds
This tier includes funds that generally represent entire markets — for instance, Interest Income, Bonds, U.S. Stocks and Non-U.S. Stocks. If you invest in these funds, you may gain wide-ranging investment exposure without having to make many decisions about investment styles or ways to take advantage of the market. Plus, long-term studies show that putting money in each fund under the General Asset Class Funds offers an easy way to diversify for long-term saving. You should review your investments in Tier 2 at least once a year.
- Interest Income Fund
- Investment Grade Bond Fund
- S&P 500 Index Fund
- International Equity Index Fund

Tier 3 – Expanded Choice Funds
These funds might be a good idea if you want to actively manage at least some of your asset allocation and fund selection decisions. The funds allow you to invest in an expanded set of fixed income options, equity options including growth and value funds, emerging markets and real estate options. You are responsible for regularly updating your fund mix as you age, your risk tolerance changes or the market changes. The Expanded Choice Funds offer a mix of 10 investment fund options from which you may choose. You should review your investments in Tier 3 at least once every quarter.
- Inflation Protected Treasury Index Fund
- Long-Term Treasury Index Fund
- High Yield Corporate Bond Fund
- Large Company Value Index Fund
- Large Company Growth Index Fund
- Small Company Value Index Fund
- Small Company Growth Index Fund
- Emerging Market Stock Index Fund
- Real Estate Investment Trust Index Fund
- Commodities Index Fund

A Note about the Former Retirement Plan Fund:
As of February 1, 2011, the Retirement Plan Fund was eliminated. Any funds you had invested in that fund were converted to the Pre-Mixed 25-To-Go Fund. You can change your investment election at any time by logging on to HCArewards.com and clicking on BConnected.

How to Get Detailed Fund Information
1. Log in to HCArewards.com
2. Click on BConnected
3. Click on My 401(k) and choose Fund Performance under the View heading
4. Click on any fund name to view more information about the fund

The intent is to provide information only and does not constitute investment advice. You may wish to consult an investment advisor before making any investment decision. Funds may be changed or eliminated in the future. New funds may be added.
Investing in Your Account

You may invest your account in 1% increments in one or more of the Plan’s investment options — as long as your total election equals 100%. For example, you could invest 50% of your account in the Investment Grade Bond Index Fund, 20% in the Interest Income Fund, 19% in the Large Company Growth Index Fund, 10% in the Small Company Value Index Fund and 1% in the Emerging Market Stock Index Fund.

However, the highest risk funds have limitations on how much you may allocate to each of those funds, as follows:

<table>
<thead>
<tr>
<th>Fund Name</th>
<th>Limitation</th>
</tr>
</thead>
<tbody>
<tr>
<td>Emerging Market Stock Index Fund</td>
<td>No more than 10% of your account (at time of transfer) may be allocated to this fund</td>
</tr>
<tr>
<td>Real Estate Investment Trust Index Fund</td>
<td>No more than 10% of your account (at time of transfer) may be allocated to this fund</td>
</tr>
<tr>
<td>Commodities Index Fund</td>
<td>No more than 10% of your account (at time of transfer) may be allocated to this fund</td>
</tr>
<tr>
<td></td>
<td>No more than 10% of future contributions</td>
</tr>
</tbody>
</table>

Your contribution election remains in effect until you change it. However, the allocation — or distribution — of the total value of your account may change over time as a result of gains and/or losses experienced by the funds to which you contribute.

You can also direct the investment of future contributions to your account differently than you direct investment of your existing account. You can change the investment of your existing account balance and how your future savings will be invested at any time.

If the change is requested before 3:00 p.m. Central Time (on a day that the New York Stock Exchange is open), the change will be effective the same day.

Trading Restrictions

HCA recently established a new policy to protect HCA 401(k) plan participants from the potential negative impact of frequent transactions and trading activities. Excessive transactions may interfere with the management of a fund and may increase a fund’s cost for participants.

To help minimize potential cost increases, HCA has established the Excessive Trading Policy for all Tier 2 (with the exception of the Interest Income Fund) and Tier 3 fund options.

Money transferred into eligible Tier 2 or Tier 3 funds is subject to a Seven Day Aging Restriction. Under the restriction, you must wait seven calendar days before transferring money out of an investment fund. Any portion of your account balance that has been in a Tier 2 or Tier 3 fund for more than seven days may be transferred out of the fund at anytime.

The Excessive Trading Policy does not apply to the following fund transactions:

- Purchases with participant payroll, employer contributions or loan repayments
- Distributions, loans and in-service withdrawals from the Plan

All investments carry risk — some more than others. Generally, funds with the lowest potential for risk (i.e., investment losses) also have the lowest potential for return (i.e., investment gains). Funds with the greatest potential risk generally have the greatest potential for return. You need to understand the potential risks and rewards associated with each fund before investing. A complete summary of the investment options and the risk and reward features for each option is available at HCArewards.com.

In accordance with Department of Labor Regulations, the HCA 401(k) Plan is intended to qualify as an ERISA Section 404(c) plan, which relieves plan fiduciaries of liability for any investment losses that result from investment directions made by you. You are entitled to certain information regarding the investment funds to help you make informed decisions regarding the investment of your account, including information about the funds’ operating expenses, lists of assets held by each fund, historical performance data and current share values. To request information about the plan’s investments, log on to HCArewards.com and click on BConnected. You may request and obtain paper copies of the investment information available at BConnected by sending a written request to the Plan Administration Committee.

Prior Plan Accounts

If you have any balances in a prior plan account, any investment direction you make with respect to the Plan will apply equally to your prior plan accounts.
Investment and Administrative Expenses
There are two types of fees in the HCA 401(k) Plan:

<table>
<thead>
<tr>
<th>Type of Fees</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>Investment Fees</td>
<td>These fees are charged by the investment managers for managing the assets of the investment funds. They are a percentage of your assets (sometimes called basis points).</td>
</tr>
<tr>
<td>Administrative Fees</td>
<td>These fees are charged by the plan record keeper and other service providers for day-to-day plan administration. Your plan administrative fees are posted directly to your account and shown on your quarterly statement.</td>
</tr>
</tbody>
</table>

Asset management fees are charged to the assets in the trust of the Plan. The Plan's fiduciary, the Plan Administration Committee, oversees the Plan's asset managers and ensures that expenses paid to them are reasonable. Administrative expenses including those related to maintaining the Plan's tax-qualified status and otherwise carrying out the Plan's terms in accordance with applicable laws and regulations, will continue to be charged to the assets in the trust, pro rata based on account values.

Most of the administrative expenses are charged as a flat fee around the first business day of each quarter (adjusted quarterly to reflect expected expenses that quarter) to accounts valued at least $2,500 as of the last business day of the previous quarter. Certain administrative expenses that are transaction-based are charged directly to your account when the transaction occurs. For example, the $25 annual loan maintenance fee is charged directly to the participant requesting a loan or refinance after January 1, 2011 and will be accessed on the first business day of each year. The $750 QDRO processing fee is charged directly to the account of the participant that is affected by the proposed QDRO.

Fees and expenses are only one of several factors to be considered when making investment decisions. The cumulative effect of fees and expenses can substantially reduce your retirement savings. You can visit the U.S. Department of Labor website at www.dol.gov/ebsa for a demonstration of the long-term effect of fees and expenses on retirement savings.

For more information on fees, log on to HCArewards.com and click on BConnected or refer to the fund performance report included with your quarterly statement.

Questions to Ask Before You Invest
There are many issues to consider before you invest. Here are just a few questions you may want to ask:

- **How much do I need?** Figuring how much you need may be your first step in developing your investment strategy.
- **What is my risk tolerance?** How you invest generally determines how your money will grow. So, are you a conservative, moderate, or aggressive investor? See the chart below to see which fund matches your risk tolerance level.
- **How long before I'll need my money?** Start counting from today — until the day you begin withdrawing from the Plan. Remember, you'll need money as long as you live. And you may live longer than you think!
- **What is diversification and why should I do it?** For many people, diversification can help manage risk. Basically, diversification involves spreading money across different types of investments, which can help an investor weather the ups and downs of the market. The 401(k) Plan makes it easy to diversify — by offering five pre-mixed funds, four general asset class funds and 10 expanded choice funds.

Each of the funds in the HCA 401(k) Plan has its own investment strategy, level of volatility, risk, and potential return. By comparing the differences, you can find the investment options that best meet your needs. However, diversification is not a guarantee against a loss. For details on your investment options, log on to HCArewards.com and click on BConnected. Be sure to read investment fund descriptions before investing.
## Tier 1: Pre-Mixed To-Go Funds

<table>
<thead>
<tr>
<th>Fund Name</th>
<th>Fund Description</th>
<th>Risk Spectrum*</th>
</tr>
</thead>
<tbody>
<tr>
<td>5-To-Go Fund</td>
<td>Passively managed fund that invests in funds that include a mix of Tier 2 and Tier 3 funds with the goal of diversified, conservative growth considered appropriate for a soon-to-be-retired or retiring participant seeking lower risk and slower growth as compared to higher risk and fast growth. This fund includes a large allocation to bonds for income stability; exposure to inflation-linked bonds and real estate for inflation protection; investment in large company stocks for growth and dividend income and a small allocation to small company stocks for growth. Invests in a mix of funds with the goal of conservative growth. <strong>Fund consists of approximately 75% bonds and 25% equities.</strong></td>
<td><img src="image" alt="Lower - Higher" /></td>
</tr>
<tr>
<td>15-To-Go Fund</td>
<td>Passively managed fund that invests in funds that include a mix of Tier 2 and Tier 3 funds with the goal of diversified, conservative growth considered appropriate for a late-career participant seeking lower risk and slower growth as compared to higher risk and fast growth. This fund includes a high allocation to bonds for income stability; exposure to inflation-linked bonds, real estate and commodities for inflation protection; investment in large company stocks for growth and dividend income and a small allocation to small company stocks for growth. <strong>Fund consists of approximately 60% bonds and 40% equities.</strong></td>
<td><img src="image" alt="Lower - Higher" /></td>
</tr>
<tr>
<td>25-To-Go Fund</td>
<td>Passively managed fund that invests in funds that include a mix of Tier 2 and Tier 3 funds with the goal of diversified, moderate growth considered appropriate for a mid-career participant seeking moderate risk and growth as compared to higher risk and fast growth. This fund includes an allocation to bonds for income stability; investment in large company stocks for growth and dividend income and an allocation to small company and emerging international market stocks for growth and a small exposure to inflation-linked bonds, real estate and commodities for inflation protection. <strong>Fund consists of approximately 40% bonds and 60% equities.</strong></td>
<td><img src="image" alt="Lower - Higher" /></td>
</tr>
<tr>
<td>35-To-Go Fund</td>
<td>Passively managed fund that invests in funds that include a mix of Tier 2 and Tier 3 funds with the goal of diversified, aggressive growth considered appropriate for an early-career participant seeking high risk and growth. This fund includes a large allocation to large company stocks for growth and dividend income; small company and emerging international market stocks for growth; a small allocation to bonds for income stability and an exposure to real estate and commodities for real-asset growth. <strong>Fund consists of approximately 25% bonds and 75% equities.</strong></td>
<td><img src="image" alt="Lower - Higher" /></td>
</tr>
<tr>
<td>45-To-Go Fund</td>
<td>Passively managed fund that invests in funds that include a mix of Tier 2 and Tier 3 funds with the goal of diversified, aggressive growth considered appropriate for a participant starting a career and seeking high risk and growth. This fund includes a large allocation to stocks and emerging international market stocks for growth; a small allocation to bonds for income stability and an exposure to real estate and commodities for real-asset growth. <strong>Fund consists of approximately 15% bonds and 85% equities.</strong></td>
<td><img src="image" alt="Lower - Higher" /></td>
</tr>
</tbody>
</table>
### Tier 2: General Asset Class Funds

<table>
<thead>
<tr>
<th>Fund Name</th>
<th>Fund Description</th>
<th>Risk Spectrum*</th>
</tr>
</thead>
<tbody>
<tr>
<td>Interest Income Fund</td>
<td>Fund objective is to provide a reasonably stable return with reduced risk to principal. Generally, the long term objective of interest funds is to outperform the yield of a one-year U.S. Treasury Bill limiting the risk to principal associated with other investments (i.e. stocks and bonds).</td>
<td>![Lower, Higher]</td>
</tr>
<tr>
<td>Investment Grade Bond Index Fund</td>
<td>Passively managed fund with the objective to replicate Barclays Capital Aggregate Bond Index. The Barclays Capital Aggregate Bond Index measures the performance of the U.S. investment grade bond market. The index invests in a broad array of investment grade securities covering the Treasury, Agency, Mortgage-backed, Asset-backed, Commercial mortgage-backed and corporate credit sectors of the U.S. bond market.</td>
<td>![Lower, Higher]</td>
</tr>
<tr>
<td>S&amp;P 500 Index Fund</td>
<td>Passively managed fund with the objective to replicate the Standard &amp; Poor’s 500 Index. The S&amp;P 500 is a basket of 500 widely held stocks. The performance of the S&amp;P 500 is considered to be representative of the stock market as a whole.</td>
<td>![Lower, Higher]</td>
</tr>
<tr>
<td>International Equity Index Fund</td>
<td>Passively managed fund with the objective to replicate MSCI EAFE Index. The EAFE acronym stands for Europe, Australasia, and Far East. The index is designed to measure stock market performance of developed markets outside of the U.S. &amp; Canada. The index includes a selection of stocks from 21 developed markets, but excludes those from the U.S. and Canada.</td>
<td>![Lower, Higher]</td>
</tr>
</tbody>
</table>

### Tier 3: Expanded Choice Funds

<table>
<thead>
<tr>
<th>Fund Name</th>
<th>Fund Description</th>
<th>Risk Spectrum*</th>
</tr>
</thead>
<tbody>
<tr>
<td>Inflation Protected Treasury Index Fund</td>
<td>Passively managed fund with the objective to replicate Barclays Capital U.S. inflation-Linked Treasury Index. This index tracks the performance of U.S. dollar denominated inflation linked debt publicly issued by the U.S. government in its domestic market. The index is constructed to provide a unique, diversified and inflation sensitive benchmark that minimizes credit risk and provides a hedge against inflation.</td>
<td>![Lower, Higher]</td>
</tr>
<tr>
<td>Long-Term Treasury Index Fund</td>
<td>Passively managed fund with the objective to replicate Barclays Capital Long-Term Treasury Index. Long-Term Treasuries are bonds issued by the U.S. government with maturity dates between 10 and 30 years in the future. The index is constructed to provide a unique, diversified and interest rate sensitive benchmark that minimizes credit risk and will generally gain in value during a declining interest rate environment and during periods of extreme financial uncertainty but will lose value during an increasing interest rate environment and inflationary economic conditions. Long-term bonds are considered more risky than shorter term bonds due in part to their higher sensitivity to market changes in interest rates.</td>
<td>![Lower, Higher]</td>
</tr>
<tr>
<td>Fund Type</td>
<td>Description</td>
<td>Graph</td>
</tr>
<tr>
<td>---------------------------------</td>
<td>-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------</td>
<td>-------</td>
</tr>
<tr>
<td>High Yield Corporate Bond Fund</td>
<td>Actively managed fund with the objective to outperform Bank of America Merrill Lynch High Yield Master Index. The Merrill Lynch High Yield Master Index tracks the performance over time of the high-yield sector of the U.S. corporate bond market, defined as bonds with credit ratings below investment grade (bonds rated BBB or below by Standard &amp; Poor's). High yield bonds are generally not investment grade securities and are considered more risky than investment grade bonds due in part to their higher sensitivity to market changes in corporate credit risk.</td>
<td><img src="image1.png" alt="Bar Graph" /></td>
</tr>
<tr>
<td>Large Company Value Index Fund</td>
<td>Passively managed fund with the objective to replicate Russell 1000® Value Index. The Russell 1000® Value Index measures the performance of the large-cap value segment of the U.S. equity universe. It includes those Russell 1000® companies with lower price-to-book ratios and lower expected growth values. The Russell 1000® Value Index is constructed to provide a comprehensive and unbiased barometer for the large-cap value segment. The Index is completely reconstituted annually to ensure new and growing equities are included and that the represented companies continue to reflect value characteristics.</td>
<td><img src="image2.png" alt="Bar Graph" /></td>
</tr>
<tr>
<td>Large Company Growth Index Fund</td>
<td>Passively managed fund with the objective to replicate Russell 1000® Growth Index. The Russell 1000® Growth Index measures the performance of the large-cap growth segment of the U.S. equity universe. It includes those Russell 1000 companies with higher price-to-book ratios and higher forecasted growth values. The Russell 1000® Growth Index is constructed to provide a comprehensive and unbiased barometer for the large-cap growth segment. The Index is completely reconstituted annually to ensure new and growing equities are included and that the represented companies continue to reflect growth characteristics.</td>
<td><img src="image3.png" alt="Bar Graph" /></td>
</tr>
<tr>
<td>Small Company Value Index Fund</td>
<td>Passively managed fund with the objective to replicate the Russell 2000® Value Index. The Russell 2000® Value Index is an unmanaged index that contains those Russell 2000 securities with a less-than-average growth orientation. Securities in this index generally have lower price-to-book and price-to-earnings ratios than those in the Russell 2000 Growth Index.</td>
<td><img src="image4.png" alt="Bar Graph" /></td>
</tr>
<tr>
<td>Small Company Growth Index Fund</td>
<td>Passively managed fund with the objective to replicate the Russell 2000® Growth Index. The Russell 2000® Growth Index is an unmanaged index that contains those Russell 2000 securities with a greater-than-average growth orientation. Securities in this index generally have higher price-to-book and price-to-earnings ratios than those in the Russell 2000 Value Index.</td>
<td><img src="image5.png" alt="Bar Graph" /></td>
</tr>
<tr>
<td>Emerging Market Stock Index Fund</td>
<td>Passively managed fund with the objective to replicate MSCI Emerging Market Index. The MSCI Emerging Markets Index is a free float-adjusted market capitalization index that is designed to measure equity market performance of emerging markets. As of May 27, 2010 the MSCI Emerging Markets Index consisted of the following 21 emerging market country indices: Brazil, Chile, China, Colombia, Czech Republic, Egypt, Hungary, India, Indonesia, Korea, Malaysia, Mexico, Morocco, Peru, Philippines, Poland, Russia, South Africa, Taiwan, Thailand, and Turkey.</td>
<td><img src="image6.png" alt="Bar Graph" /></td>
</tr>
</tbody>
</table>
Real Estate Investment Trust Index Fund

Passively managed fund with the objective to replicate FTSE EPRA Real Estate Global Index. The FTSE EPRA Real Estate Global Index is a benchmark of REIT property trusts and listed real estate companies; located in both developed and emerging markets through the world and is constructed to provide a unique, diversified and economically sensitive benchmark for real estate as a real asset class investment. A real estate investment trust, or REIT, is a company that owns income-producing real estate. Some REITs also engage in financing real estate. The shares of many REITs are traded on major stock exchanges. To qualify as a REIT, a company must have most of its assets and income tied to real estate investment and must distribute at least 90 percent of its taxable income to shareholders annually in the form of dividends.

Commodities Index Fund

Passively managed fund with the objective to replicate Dow Jones-UBS Commodity Index. The Dow Jones-UBS Commodity Index is composed of prices of 19 exchange traded futures contracts on physical commodities and is constructed to provide a unique, diversified and economically sensitive benchmark for commodities as an asset class investment, including energy products (oil and natural gas), precious metals (Gold and Silver), industrial metals (copper and aluminum), agricultural products (soybeans, corn and wheat) and livestock products (cattle).

* The Risk Spectrum was derived using 10 years of monthly performance data ending December 2010.

Receiving Benefits from the Plan

You or your beneficiary are entitled to take a distribution of your vested account balance if you:

- Take normal retirement (see below)
- Die, or
- Terminate employment for any other reason.

IRS rules require that certain minimum distributions be made annually to retired participants over age 70 1/2. If you are rehired by your facility (or an HCA affiliate that has adopted the Plan) when your benefits would otherwise be payable, payment will be deferred and paid (based on previous rules) following your next termination of employment.

After you terminate employment, as long as your account remains in the 401(k) Plan and has not been completely distributed, it will continue to be adjusted for investment gains and losses, and you may continue to monitor it through HCArewards.com or BConnected.

When you can receive payment:

<table>
<thead>
<tr>
<th>If...</th>
<th>Then...</th>
</tr>
</thead>
<tbody>
<tr>
<td>You want to access your before-tax money before retirement</td>
<td>You can apply for a loan for any reason or for a financial hardship withdrawal if you meet certain requirements</td>
</tr>
<tr>
<td>You want to access your after-tax or rollover money before retirement</td>
<td>You can withdraw all or part of your after-tax or rollover account balances at any time and for any reason</td>
</tr>
<tr>
<td>You reach age 59½, even if you continue working at your facility</td>
<td>You can withdraw all or part of your vested account balance at any time and for any reason (except for your former Retirement Plan account balance)</td>
</tr>
<tr>
<td>You reach Age 62, even if you continue working at your facility</td>
<td>You can withdraw up to 50% of your former Retirement Plan account balance</td>
</tr>
<tr>
<td>You die</td>
<td>Your beneficiary can (and should) apply for payment immediately after BConnected has received verification of your death</td>
</tr>
<tr>
<td>You terminate employment for any other reason</td>
<td>You will be eligible to receive your vested account balance subject to any required tax withholding</td>
</tr>
</tbody>
</table>
Normal Retirement
If you remain employed with HCA through normal retirement age (age 65), you will become fully vested in all of your benefits under the 401(k) Plan. If you choose to retire, you may begin benefits at that time.

If You Become Disabled
If you become totally and permanently disabled while you are actively employed by an HCA affiliate, you will become 100% vested in the value of your account balance, regardless of your actual years of service. You will also be eligible to request a distribution of your 401(k) Plan benefits after you terminate employment.
For purposes of the Plan, you are considered disabled if your physical or mental condition qualifies as a total and permanent disability for benefits from the Social Security Administration and your disability occurred while you were employed by an HCA affiliate. You must prove your disability by supplying the letter from the Social Security Administration approving your eligibility for disability benefits to BConnected and be terminated from employment.

If You Die
If you die while you are actively employed by an HCA affiliate (including while on qualified military leave), you will become 100% vested in the value of your account balance, regardless of your actual years of service. To receive payment after your death, your beneficiary must contact BConnected and provide verification of your death.

If you Terminate Employment
If you terminate employment with HCA and its affiliates other than due to death, disability or retirement after age 65, you will be entitled to the vested portion of your account.

Minimum Distributions
Under current laws, if you are no longer actively at work, you must begin to receive payment of your account balance no later than April 1 following the year in which you reach age 70½. If this “minimum distribution” provision applies to you, you will be notified. You cannot roll over a minimum distribution.

Receiving a Cash-Out
A cash-out is a lump-sum payment of your vested account balance. It can occur after you terminate employment. How and when you may receive a cash-out depends on whether your total vested balance is $5,000 or less, or more than $5,000.
All former employees have the opportunity to use the services offered by RolloverSystems regardless of the size of your account. To request a distribution call RolloverSystems at 1-866-340-3252 or log on to http://www.retirelink.rolloversystems.com/.

Benefit Payment Notice
When you are eligible for payment, you will receive a benefit payment notice explaining your distribution options. The notification gives you instructions on making a benefit payment choice, as well as information and services offered by RolloverSystems. HCA has partnered with RolloverSystems to help with the different distribution choices when you retire or leave.

Balances $5,000 or Less
If your total vested account (including your former Retirement Plan account) does not exceed $5,000 and your employment terminates, then, if you do not make a choice between a direct rollover or cash payment of benefits, your benefit will be cashed out through an automatic rollover to a safe harbor IRA.

Automatic rollovers for balances of $5,000 or less to IRAs avoid potential tax penalties sometimes associated with cash disbursements and allow you to retain the tax advantages of your 401(k) Plan account. The automatic IRA is provided by RolloverSystems and fully invested in Bancorp’s Master Demand account, which is designed to preserve principal and provide a reasonable rate of return and liquidity. You will be responsible for all fees and expenses of the automatic IRA. Contact RolloverSystems for more information about the automatic IRAs. If you choose, balances of $5,000 or less can also be:
- Rolled over to a new or existing traditional or Roth IRA of your choice,
- Rolled over to an IRA provider offered by RolloverSystems,
- Transferred to another employer’s qualified plan (if that plan accepts rollovers),
- Cashed out (less applicable tax withholdings)

Balances Over $5,000
If your total vested account exceeds $5,000, then you must consent to a distribution. If you do not have a vested former Retirement Plan account, or if your vested former Retirement Plan account is $5,000 or less, you may request a cashout distribution of your account at any time after termination. In this case, no spousal consent is needed.

If you have a vested former Retirement Plan account over $5,000 and you are married, you must have your spouse’s consent to receive your Retirement Plan account distribution in any form other than a qualified joint and 50% survivor annuity. Your spouse must sign the consent in the presence of a notary public. If your vested former Retirement Plan account exceeds $5,000 and you request a cashout distribution but your spouse does not properly consent, then all accounts except for your former Retirement Plan account will be distributed. If you are married, the ordinary payment method with respect to your vested former Retirement Plan account (if it exceeds $5,000) is a qualified joint and 50% survivor annuity, which is described below under “Forms of Payment.” If you are married and you die before receiving a distribution of your account, the normal
form of payment with respect to a former Retirement Plan account (if it exceeds $5,000) is a qualified preretirement survivor annuity, which is also described below. These forms can only be waived and a lump sum or rollover elected with appropriate spousal consent.

If you are not married, you may request a cashout distribution of your account at any time after termination. Single participants can receive either a life annuity or a lump-sum distribution with respect to their former Retirement Plan accounts if the vested balance of that account exceeds $5,000.

For balances greater than $5,000, you can:

- Elect a distribution from among the payment options available to you.
- Leave it in the plan and continue tax-free growth.

You can also choose to rollover your account to an IRA or another employer’s tax-qualified plan, except for any benefits payable as an annuity for which you do not have spousal consent to elect a rollover.

Restoration Upon Rehire
If you received a cash-out of the vested portion of your account and you are rehired by an HCA affiliate before five consecutive one-year breaks in service, the forfeited nonvested portion of your account will be restored to you if you repay all distributions you previously received. These distributions must be repaid in one lump-sum payment within five years of your rehire (or before five consecutive one-year breaks after distribution, if earlier). If you were fully vested when you received the original distribution, you would not have any forfeitures to restore and you may not repay your distribution to the Plan.

If you did not have any vested right to your account when you terminated employment with your facility and you are rehired by your facility or an HCA affiliate before incurring five consecutive one-year breaks in service, the forfeited nonvested amount will be restored automatically as soon as you are rehired.

Forms of Payment
Generally: With respect to all accounts except your former Retirement Plan account, the only available payment form is a lump-sum distribution.

Retirement Plan Account: The ordinary payment form with respect to your former Retirement Plan account is:

- If you are married, a joint and 50% survivor annuity; and
- If you are single, a life annuity.

You may waive the ordinary form of payment and elect either:

- If you are married, a joint and 75% survivor annuity; or
- If you are married or single, a lump sum.

These payment forms and rules for making a choice are described below.

Withholding: The IRS requires the Plan Administrator to withhold 20% of the taxable portion of any lump-sum distribution made to you. State income taxes and a 10% penalty might also apply. You should report the distribution and pay any penalty (if applicable) on your personal income tax return.

The only way you can bypass this withholding is to arrange a direct rollover of your lump sum distribution from the Plan to an individual retirement account (IRA) or another employer’s qualified retirement plan. Once you are eligible for a distribution, you will receive a notice stating your vested balance and explaining your distribution options.

Former HCA Retirement Plan Account: Payment Options
Depending on your circumstances, the vested portion of your former Retirement Plan account will be paid to you in one of these forms:

- A qualified joint and 50% survivor annuity or a joint and 75% survivor annuity (applicable only to married participants)
- A single life annuity (applicable only to single participants), or
- If proper waiver is made, a lump-sum distribution.

If your vested former Retirement Plan account is $5,000 or less, the only form of payment available is a lump sum, and you do not have to get spousal consent to waive the annuity forms of payment.

If you are married when you become eligible to receive your former Retirement Plan account and the vested balance of that account is greater than $5,000, your standard payment form is the qualified joint and survivor annuity, unless you and your spouse waive this form in writing within 180 days before payments would otherwise start. If your spouse is legally incompetent, a legal guardian may execute a waiver on behalf of your spouse.

If you are single when you become eligible to receive your former Retirement Plan account and your vested account balance is greater than $5,000, the standard payment form is a single life annuity, unless you waive this method in writing within 180 days before payments would otherwise start.
If you die before receiving a distribution from your former Retirement Plan account and the amount your spouse is entitled to receive is greater than $5,000, your spouse will receive a qualified preretirement survivor annuity, unless you and your spouse waived the qualified preretirement survivor annuity prior to your death. If your spouse is legally incompetent, a legal guardian may execute a waiver on behalf of your spouse. In the event of a proper waiver, your beneficiary will receive a lump-sum distribution. Also, even if you and your spouse have not waived the qualified preretirement survivor annuity prior to your death, your spouse may waive this form of benefit after your death and elect to receive a lump sum.

If you die before receiving a distribution from your former Retirement Plan account and are single at the time of your death, your beneficiary will receive a lump-sum distribution.

<table>
<thead>
<tr>
<th>Marital Status</th>
<th>Former Retirement Plan Account Balance</th>
<th>When You Become Eligible to Receive Your Account</th>
<th>If You Die:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Married</td>
<td>$5,000 or less</td>
<td>Lump-Sum Distribution</td>
<td>Lump-Sum Distribution</td>
</tr>
<tr>
<td></td>
<td>More than $5,000</td>
<td>Qualified Joint and Survivor Annuity(^1)</td>
<td>Qualified Preretirement Survivor Annuity(^2)</td>
</tr>
<tr>
<td>Single</td>
<td>$5,000 or less</td>
<td>Lump-Sum Distribution</td>
<td>Lump-Sum Distribution</td>
</tr>
<tr>
<td></td>
<td>More than $5,000</td>
<td>Single Life Annuity(^1)</td>
<td>Lump-Sum Distribution</td>
</tr>
</tbody>
</table>

\(^1\) Unless you (and your spouse, if married) waive this form of payment in writing within 180 days before payment would otherwise begin.

\(^2\) Unless you waive this payment form.

**Former HCA Retirement Plan Account: Qualified Joint and Survivor Annuity**

This method pays a monthly benefit for your life, and provides your spouse with a monthly survivor benefit equal to half of the monthly benefit that applied during your lifetime. If your spouse dies before you do, your benefit payments continue to you in the same amount as before your spouse died and payments stop at your death. If you are single, this payment option is not applicable to you.

The amount of the monthly benefit you receive under the Qualified Joint and Survivor Annuity is based, among other things, on your account balance, your age, and the age of your spouse when you retire. After your death, 50% of your benefit will be paid each month for the lifetime of your spouse.

In lieu of a joint and 50% survivor annuity, if you are married you may elect a joint and 75% survivor annuity. This method pays a monthly benefit for your life, and provides your spouse with a monthly survivor benefit equal to 75% of the monthly benefit that applied during your lifetime. If your spouse dies before you do, your benefit payments continue to you in the same amount as before your spouse died and payments stop at your death. The payments during your lifetime will be lower than under the Qualified Joint and Survivor Annuity, to reflect the value of the higher survivor benefit payable to your spouse.

You and your spouse may waive the qualified joint and survivor annuity within 180 days before payments would begin and choose a lump-sum distribution; however, your spouse’s signature must be witnessed by a notary public.

Before your payments would begin, you will receive more information on the terms and conditions of this payment method and your and your spouse’s rights to waive and revoke your rejection of the qualified joint and survivor annuity.

**Former HCA Retirement Plan Account: Single Life Annuity**

This method pays you a monthly benefit during your lifetime, with payments stopping at your death. The amount of the monthly benefit is based, among other things, on your account balance and your age. You may waive the single life annuity within 180 days before payments would begin and request in writing to receive a lump-sum distribution.

**Former HCA Retirement Plan Account: Qualified Preretirement Survivor Annuity**

A qualified preretirement survivor annuity is a monthly benefit paid to your spouse for the rest of his or her life following your death. If you are married, and you die prior to retirement, your vested account balance will be used to purchase the annuity for your spouse, unless you and your spouse have properly waived the qualified preretirement survivor annuity.

Your spouse will be eligible for a qualified preretirement survivor annuity if:

- You die while married before the date payments with respect to your former Retirement Plan account would begin
- You were vested in any portion of your former Retirement Plan account or die while actively employed by your facility
- The amount your spouse is entitled to receive is greater than $5,000, and
- You have not waived the qualified preretirement survivor annuity (with spousal consent if a nonspouse beneficiary is named).\(^*\)

However, if you should die and your surviving spouse becomes entitled to the qualified preretirement survivor annuity, your spouse may reject the annuity form and elect a lump-sum distribution.
The Plan Administrator will send you notices explaining how and when the qualified preretirement survivor annuity can be waived, and explaining how your vested former Retirement Plan account may be paid to someone other than your surviving spouse. In the event you desire to waive the qualified preretirement survivor annuity and pay your former Retirement Plan account to another person(s) following your death, see the Your Beneficiary section.

Loans

If you are actively employed with HCA, you may take a loan from your account. If you take a 401(k) plan loan, less money will be invested in your account. However, the interest you pay on the loan will be credited to your account and may help make up for lost investment earnings. You may request a loan for any reason; however, all loans are subject to the approval of the Plan Administrator and are subject to the Plan’s conditions, including the following:

- You may have only one loan outstanding at any time.
- Former HCA Retirement Plan accounts are not eligible for a loan.
- Loans may be made only from your Voluntary Contributions account, your Rollover account, your prior after-tax or thrift account (if any), and your prior employer contributions account, if any.
- Your loan will be secured by the vested balance of your account.
- An administrative fee of $75 will be charged per loan against your loan proceeds (Florida residents will also be subject to a charge against the loan proceeds for the Florida stamp tax), and a $25 annual loan maintenance fee will be charged to your account for each outstanding loan issued after January 1, 2011 and will be accessed on the first business day of each year.
- Loans are repaid by payroll deduction, so the loan will be amortized based on your pay cycle. If you change pay cycles, your loan will be reamortized.
- Loans must be repaid within 5 years, except in the case of taking a loan to purchase your primary home, in which case the loan must be repaid within 10 years.
- All loans become immediately due and payable upon termination of employment. If you do not repay your loan by the end of the next calendar quarter after termination, or if you do not repay your loan before receiving a final distribution of your account, the loan will reduce the amount distributed to you and will generally be subject to tax and possibly penalties. Your loan may also be considered a distribution if you take an in-service withdrawal from your rollover, after-tax or thrift accounts (if applicable).
- Failure to make timely payments generally results in a loan default — which is a taxable event. (A “grace period” applies to correct certain late payments.)
- If you do not repay your loan fully, it will reduce the amount of savings you have available toward your retirement goals.
- The amount you can borrow is limited under the plan. When you contact BConnected to request a loan, you will receive information about the maximum amount available to you at that time.
- You may prepay the full outstanding balance of your loan at any time, without penalty.
- Loan repayments will be invested according to your current investment election for future contributions.

If you file personal bankruptcy and have an outstanding loan from the Plan, you should contact BConnected at 1-800-566-4114 to find out what effect the bankruptcy will have on your account. If you file a Chapter 13 bankruptcy, you could be prohibited from taking a loan or refinancing a loan.

Amount Available for Loans

<table>
<thead>
<tr>
<th>Generally:</th>
<th>Maximum</th>
</tr>
</thead>
<tbody>
<tr>
<td>Minimum</td>
<td>Maximum</td>
</tr>
<tr>
<td>$1,000</td>
<td>50% of your vested account balance, up to $50,000 (less your highest outstanding loan balance in the last 12 months)</td>
</tr>
</tbody>
</table>

The minimum amount you may borrow is $1,000. If 50% of your vested account balance is less than $1,000, you are not eligible for a loan. You may not borrow more than the lowest of the following three amounts:

- 50% of your vested account balance, excluding your prior HealthTrust ESOP account, your Stock Bonus Plan account, and your former HCA Retirement Plan account (if applicable).
- The amount of before-tax contributions (not including earnings credited after Dec. 31, 1988), plus your vested account balance attributable to rollover contributions, after-tax and thrift contributions, and prior employer contributions, or
- $50,000, less your highest outstanding loan balance in the last 12 months.

You are only allowed to have one loan outstanding at a time. If you currently have a loan outstanding, you can refinance your current loan. To process a loan refinance, you will need to request a new loan amount that is at least enough to pay off your current outstanding loan balance plus any new loan fees. The total sum of the existing and new loans at the time of the refinance may not exceed the maximum limits above. Once you initiate a loan refinance, your new loan will be processed the next business day. BConnected will use the new loan amount to pay off the current loan balance and send you a check for any
remaining amount minus fees. Additional rules may apply in the event of loan refinancing. You will ordinarily receive your loan payment within one to two weeks.

The Plan specifies the 401(k) Plan and prior plan accounts from which loan proceeds will be deducted and any limits on these accounts. Loans are withdrawn from each investment fund in the Plan in the same proportion as the funds are invested within each category. For more information, or to find out how much money you can borrow from your account, visit HCArewards.com or call BConnected at 1-800-566-4114.

Applying for a 401(k) Plan Loan
To apply for a loan, log on to HCArewards.com and click on BConnected or call BConnected at 1-800-566-4114. Be prepared to answer the following questions:

- The type of loan you want — a general-purpose or primary residence loan
- The loan amount, and
- The number of years you wish to take to repay the loan.

Based on this information, you will receive the current interest rate and the per-pay-period loan payment amount. You will then have the option to request the loan under those terms (if your request meets HCA 401(k) Plan requirements). If you request the loan, you will ordinarily receive your loan payment within one to two weeks, minus the applicable fees and, in the case of a refinancing, less the amount of any loan outstanding against your account.

Once you complete the automated loan processing system either by phone or online, you are providing your acceptance for the terms of the loan promissory note. It is very important that you know your legal rights and obligations with respect to a Plan loan.

If you do not receive your promissory note or if you have any questions regarding the terms set forth in the promissory note, contact BConnected.

Interest Rate on Your Loan
The interest rate charged for your loan is a market rate that is determined monthly and based on rates published in the Wall Street Journal as the prime rate. The rate on your loan will be fixed at the time the loan is made, and will remain unchanged for the life of the loan. To find out the current interest rate on loans, log on to HCArewards.com and click on BConnected or call 1-800-566-4114. The interest rate on your loan may be reduced if you take a military leave of absence, but only for the period of the leave. As you repay a loan from your 401(k) account, the interest you pay goes back into your retirement savings account.

Things to Consider Before Taking a Loan
- You can borrow for any reason, with your account serving as collateral.
- You will pay a $75 loan administration fee for each new loan and a $25 annual loan maintenance fee, as well as state stamp taxes if you are in Florida.
- You cannot have more than one outstanding loan at any time.
- A loan is not a withdrawal, so it isn’t taxable. However, if you default on your loan (or fail to repay all necessary payments on a timely basis), your outstanding balance is subject to taxation.
- The interest you pay on your loan is paid back to your account.
- You will repay the loan amount and interest with after-tax dollars.
- Money that you borrow does not share in your investment earnings (or losses).
- You must follow your repayment schedule — even if a payroll deduction is not taken for any reason.
- If you leave employment before you repay your loan, the outstanding balance (plus accrued interest) becomes due immediately.

Repaying Your Loan
You will repay your loan in equal installments through after-tax payroll deductions based on the repayment schedule you selected when you applied for the loan. You must repay your loans according to the following rules:

- The loan repayment period is a minimum of one year and a maximum of five years. However, if you are using the loan to purchase your primary residence, you may take up to ten years to repay the loan. You may be asked to provide documentation of your primary residence purchase to qualify for the longer repayment period.
- Loan repayments will be invested according to your contribution investment choices. For example, if you are investing 50% of your current contributions in the Interest Income Fund and 50% in the S&P 500 Index Fund, your loan repayments will be divided equally between these funds.
- If you terminate employment while you have a loan balance, you may pay the balance back in full. If you repay the balance, you may include that amount in any direct rollover you elect to make. You will have at least 90 days, but up to the end of the calendar quarter after you terminate employment, to repay the balance. Otherwise, the amount of the remaining balance of your loan will be considered a distribution to you from the Plan and taxable income to you.
• Payments can be suspended up to a year if you take a leave of absence, and up to five years if your leave is due to military service.
• You can repay the entire balance of your loan at any time. However, partial repayments are not permitted. To find out the outstanding balance of your loan, log on to HCArewards.com and click on BConnected or call at 1-800-566-4114.

Defaulting on Your Loan
If you miss a payment on your loan, your loan may be placed in default. HCA will allow you to make up missed payments, provided any missed payment is paid by the end of the quarter following the quarter in which the payment is missed. If you do not pay the missed payment before the end of the calendar quarter following the quarter in which the loan payment is missed, the remaining balance of your loan is considered a distribution to you and it will be taxed as ordinary income to you. As a taxable distribution, the outstanding loan amount may also be subject to IRS penalties on premature distributions from retirement plans. For more information on these consequences, please contact a tax advisor.

Withdrawals and Final Distributions
The primary purpose of the 401(k) Plan is to save for your future. In return for the tax advantages of the Plan, federal law restricts your ability to take withdrawals from your accounts. If you terminate employment with HCA and its affiliates, or upon your death, your full vested account will be distributable. While you are still employed, you may only take withdrawals in certain cases:
• After you reach age 59½, certain withdrawals are available,
• After you reach age 62, additional withdrawals are available,
• If you incur a financial hardship, you may take withdrawals from some accounts,
• You may withdraw amounts from your rollover, after-tax and thrift accounts at any time, or
• If you are a reservist who was called to duty for a period in excess of 179 days or for an indefinite period of time, you may request and receive all or a portion of your Voluntary Contribution account before the end of the active duty period.
• Rollover contributions from prior plans

Former HCA Retirement Plan accounts are not eligible for hardship withdrawals or age 59½ distributions. Generally, if you are under age 59½, you cannot withdraw funds from your 401(k) account during employment unless you have a financial hardship.

Generally, withdrawals are processed and checks are issued within two to three weeks after your properly completed forms and supporting documents are received by BConnected. For details or to initiate a withdrawal, log on to HCArewards.com and click on BConnected or call 1-800-566-4114.

Hardship Withdrawals
If you are actively employed and do not meet one of the other requirements for a withdrawal as described above, you may request a withdrawal if you have a financial hardship, which is defined by federal income tax regulations as:
• Uninsured and unreimbursed medical expenses or expenses necessary to obtain medical care for yourself, your spouse, your dependents or your designated beneficiary, or
• Payment of tuition, related educational fees, and room and board expenses for the next twelve months of post-secondary education for you, your spouse, or your dependent children, or your designated beneficiary, or
• Costs directly related to the purchase (but not renovation, repair, or mortgage repayments) of your primary residence, or
• The prevention of foreclosure on or eviction from your primary residence, or
• Payment of funeral expenses of parent, spouse, child, legal dependent or designated beneficiary, or
• Payment of repairs of damage to your primary residence as a result of a casualty loss.

If you experience one of the above financial hardships, you can apply for a hardship withdrawal of the part of your account attributable to Voluntary and Catch-Up Contributions (but excluding any investment earnings on those contributions earned after December 31, 1988) and direct transfers from other plans except the Retirement Account. No other contributions to the Plan (or earnings thereon) are available for hardship withdrawals. You will be required to provide evidence of the financial need.

In addition, you must be employed and:
• Have already attempted to satisfy your financial need by borrowing the maximum loan amount available from your account or, if less, the amount necessary to pay for the hardship (if you do not already have an outstanding loan) and
• Have used other readily available financial resources (such as a savings account, marketable securities, a discontinuation of contributions to the Plan, or a loan from a commercial lender) or those resources are not available.

The amount of your financial hardship withdrawal may not exceed the amount required to satisfy the immediate need created by the financial hardship (increased by the amount of income taxes). There is no minimum financial hardship withdrawal amount. For details, log on to HCArewards.com and click on BConnected or call 1-800-566-4114.
Financial Hardship Withdrawal Penalties
If you take a financial hardship withdrawal, you will not be able to make any Voluntary Contributions or Catch-Up Contributions to your Plan account for six months following the hardship withdrawal. If you want to restart Voluntary and Catch-Up Contributions after the 6-month suspension ends, you must re-enroll in the Plan.

Taxes on Your Financial Hardship Withdrawal
Generally, hardship withdrawals are considered taxable income and are subject to ordinary income taxes for the year in which you receive them. Before requesting any withdrawal from the Plan, you should consult with a tax advisor about tax consequences that may result.

If you are younger than age 59½, you will owe an additional 10% penalty on the tax-deferred amounts withdrawn, unless the money is used to pay certain unreimbursed medical expenses or is paid to you because of your total and permanent disability. Hardship withdrawals may not be rolled over. A repayment option exists for some reservists which prevents the 10% penalty. When you take a hardship withdrawal, you are responsible for paying all taxes on the amount you receive when you file your federal, state, and local income tax returns for that year. You may elect to have an additional amount withheld from your distribution to help pay this tax liability.

Receiving Your Financial Hardship Withdrawal
You may begin the withdrawal process by logging on to HCArewards.com and clicking on BConnected or you can request a Financial Hardship Withdrawal Form by calling BConnected 1-800-566-4114. A representative also can give you information about the necessary supporting documentation. Supporting documents providing proof of your need for a financial hardship withdrawal (for example, a copy of the notice of intent to foreclose and the dollar amount of the financial need) will be required to complete your withdrawal request.

If your financial hardship is approved, the hardship withdrawal payment will generally be made approximately two to three weeks after your properly completed forms and supporting documentation are received by BConnected.

Withdrawals After Reaching Age 59½ and Age 62
At age 59½, you can elect to receive all or any portion of your vested account balance, other than your former HCA Retirement Plan account balance.

At age 62 and thereafter (an “age 62 distribution”), you can elect to receive up to 50% of your vested former HCA Retirement Plan account. If you are married, spousal consent in the presence of a notary public is necessary if you want to receive this type of withdrawal as a lump sum or rollover instead of an annuity. If you elect to receive an age 62 distribution, thereafter, subject to Plan limits, one or more additional in-service distributions may be permitted. Call BConnected at 1-800-566-4114 for more details.

The Plan specifies the order in which distributions will be taken from different subaccounts. For details, log on to HCArewards.com and click on BConnected or call BConnected at 1-800-566-4114.

The amount available for withdrawal will be reduced by the amount of any loan outstanding against your account. For more details, log on to HCArewards.com and click on BConnected or call BConnected at 1-800-566-4114. You will ordinarily receive your check approximately two to three weeks after BConnected receives your request.

The IRS requires the Plan Administrator to automatically withhold federal income tax equal to 20% of your withdrawal (State income tax withholding may also apply). You can avoid this automatic withholding if you roll over your withdrawal directly into an individual retirement account (IRA) or another employer’s qualified retirement plan. Call BConnected for more information before you request your withdrawal.

The additional 10% excise tax does not apply to withdrawals made after you reach age 59½.

Withdrawal of After-Tax and Rollover Contributions
If you made prior after-tax (or thrift) and/or rollover contributions, you may withdraw all or part of these accounts at any time for any reason. Your withdrawal will be applied to any separate after-tax/thrift and rollover accounts according to Plan terms.

If you withdraw after-tax (or thrift) contributions from your account, the IRS requires you to withdraw a portion of the tax-deferred investment earnings associated with your after-tax contributions. The tax-deferred investment earnings on your after-tax contributions and any withdrawals from your rollover account that were from pre-tax sources will be subject to ordinary income taxes as well as any applicable penalty tax if you are under age 59½. However, any after-tax contributions will not be subject to either tax.
What Else You Should Know

Naming a Beneficiary

Whether you are automatically enrolled or you go online and make your own choices about 401(k) plan participation, you should name a beneficiary for your 401(k) plan account. Your beneficiary is the person who will receive the value of your vested plan account if you die before receiving the account balance yourself. The beneficiary you designate for your 401(k) account applies only to the 401(k) Plan (but see below for special rules that apply to beneficiary designations under plans that merged into the HCA 401(k) Plan). If you name more than one primary or contingent beneficiary, you may designate a percentage of the benefit for each of your beneficiaries to receive, or (if you do not specify percentages) your benefits will be divided equally among all the beneficiaries in that category.

To designate a beneficiary, log onto HCArewards.com and click on BConnected or call 1-800-566-4114. If you are married, your spouse automatically is your beneficiary. If you want to name someone other than your spouse as your beneficiary, you and your spouse must sign a Beneficiary Designation Form. If your spouse is legally incompetent, a legal guardian may execute a waiver on behalf of your spouse. Your spouse’s signature must be witnessed by a notary public. All death benefits from the Plan will be paid in a lump sum, except if you are married and have an account from the HCA Retirement Plan, your spouse may receive payment as a life annuity.

If you are married at the time of your death and you did not name a beneficiary with appropriate spousal consent, any survivor benefits will be paid to your spouse. For all purposes of the HCA 401(k) Plan, you are considered married only if you are married to someone of the opposite sex, according to the state law of your residence.

Upon divorce, your spouse will be considered to have died before you so that any existing designation of your spouse as beneficiary will become void but your other beneficiary designations will continue to apply, if any. If you have gotten divorced but you want your spouse to be your beneficiary after the divorce, you must actively designate your former spouse as beneficiary after your divorce is final through the 401(k) Plan’s usual procedures.

If you designated more than one beneficiary and one of your beneficiaries dies before you (or is deemed to have died before you), the shares of the remaining beneficiaries will be proportionately increased. The same voiding and reallocation procedures apply in the case of two or more contingent beneficiaries.

If you are single at the time of your death and you have not named a beneficiary or you named a beneficiary but no beneficiary survives you, or if you are married at the time of your death and you named a beneficiary (subject to spousal consent) but no beneficiary survives you, your benefits will be paid to the following entities/persons in the following order:

- Surviving spouse
- Children (if you have no surviving spouse)
- Your estate

Under certain conditions, a named beneficiary can waive his rights to benefits.

Changing Your Beneficiary: You may change your beneficiary designation at any time by logging on to HCArewards.com and clicking on BConnected or calling 1-800-566-4114. If you are married and want to change your beneficiary to someone other than your spouse (or name a beneficiary to share with your spouse), your spouse must give written consent in the presence of a notary public. Your new beneficiary designation will take effect when all required information is received by BConnected. You should review your designation from time to time to make sure it is up to date. Note: If you make a beneficiary change for Life and AD&D Insurance, it will only be changed for Life and AD&D and will not apply to the HCA 401(k) Plan.

Plan Mergers: Your entire benefit under the HCA 401(k) Plan, including any merged accounts, is subject to a single beneficiary designation. Special rules apply to determine which beneficiary designation applies in cases where plans merged into the HCA 401(k) Plan and you may have had different beneficiaries under different plans. In any case, the rules described above would still apply, so your prior designation may become void, such as if you got married after the applicable plan merger or after submitting a beneficiary designation under one of the plans. Also, you may always change your 401(k) Plan beneficiary at any time as described above.

- **Stock Bonus Plan Merger:** The Columbia/HCA-Healthcare Corporation Stock Bonus Plan was merged into the HCA 401(k) Plan (previously known as the Salary Deferral Plan) on December 31, 2000.
  - If you submitted a Beneficiary Designation Form before 2001 for the Stock Bonus Plan, that beneficiary designation was transferred to the HCA 401(k) Plan and overrode any prior beneficiary designation you may have submitted under the Salary Deferral Plan (which is the prior name of the 401(k) Plan) before 2001.
  - If you did not submit a Beneficiary Designation Form under the Stock Bonus Plan before 2001, any beneficiary designation you made under the Salary Deferral Plan applied to your entire post-merger account in the HCA 401(k) Plan, including the Stock Bonus account.

- **HCA Retirement Plan Merger:** The HCA Retirement Plan merged into the HCA 401(k) Plan on April 1, 2008.
If you participated in both the HCA Retirement Plan and the HCA 401(k) Plan before those plans merged in 2008, your beneficiary designations under both of those plans were automatically cancelled unless they were the same. In this case, you would not have any beneficiary designation in effect under the 401(k) Plan unless you have submitted a new designation after April 1, 2008.

If you made a beneficiary designation under either the HCA 401(k) Plan or the HCA Retirement Plan, but not both, before April of 2008, that designation applies to all of your benefits under the HCA 401(k) Plan.

- **Other Plan Mergers:** In general, except as described in these bullets, if your account was transferred to the HCA 401(k) Plan as a result of a plan merger, your prior beneficiary designation under the plan that merged into HCA’s 401(k) Plan will expire after 90 days and you will need to submit a new designation.

To be sure that your account is paid according to your wishes upon your death, be sure to name both primary and contingent beneficiaries, and keep your beneficiaries' contact information updated when changes occur. If your beneficiaries cannot be located following your death, there is a chance your account may be forfeited until and unless an eligible beneficiary actively claims it. Contact BConnected at 1-800-566-4114 to determine the payee(s) currently applicable to your benefits. The Plan Administrator may void existing forms as of a prospective date following advance notice to participants.

**If You Take a Leave of Absence**

If you take a leave of absence, you may continue to earn service credit, receive contributions and take in-service withdrawals.

- **Continuation of Participation on Approved Leaves of Absence:** If you take an approved paid leave of absence (including short-term disability leave) and the regular payroll system applies to your pay, you may continue to make Voluntary Contributions to the 401(k) Plan, receive Matching Contributions and make loan repayments as if you were an active employee. You may take loans and age 59½ and hardship withdrawals (subject to Plan rules), but you cannot receive a final distribution of your Plan accounts.

- **Approved Unpaid Leaves of Absence:** If you take an approved unpaid leave of absence other than a long-term disability leave, you will not be able to make contributions to the Plan and you will not receive any Matching Contributions during that time. You may take loans and age 59½ and hardship withdrawals but you cannot receive a final distribution of your Plan accounts.

- **Unpaid Long-Term Disability Leave:** If you take an approved long-term disability leave, you will not be able to make contributions to the Plan and you will not receive any Matching Contributions during that time. You may take loans and age 59½ and hardship withdrawals (subject to Plan rules) unless and until your employment is terminated. You may receive a final distribution of your Plan accounts after you terminate employment.

- **Continuation of Participation While on a Family and Medical Leave:** Under the federal Family and Medical Leave Act (FMLA), if you meet eligible service requirements, you are entitled to take up to 12 weeks of leave for certain family and medical situations. If the FMLA is unpaid, you will receive credit for purposes of determining whether you will incur a break in service at a rate of 40 hours per week, up to 501 hours a year, if you return to work at the end of your FMLA leave. If your FMLA is paid, you will also receive up to 501 hours of service credit toward vesting, with credit granted at the rate ordinarily worked each week.

- **ERAC Contributions:** If you are otherwise eligible for an ERAC contribution (as described below), but you are on a leave of absence on the last day of the calendar year, you will not receive the ERAC contribution unless the leave of absence was approved and you return to work at the end of the expiration of the leave period, but in any case within six months after the leave began.

**Continuation of Participation for Employees in the Uniformed Services**

The Uniformed Services Employment and Reemployment Rights Act of 1994 (USERRA) guarantees certain rights to eligible employees who enter military service. Upon reemployment, eligible employees may be entitled to the seniority, rights, and benefits associated with the position held at the time employment was interrupted, plus additional seniority, rights, and benefits employees who enter military service. Upon reemployment, eligible employees may be entitled to the seniority, rights, and benefits associated with the position held at the time employment was interrupted, plus additional seniority, rights, and benefits.

- **ERAC Contributions:** If you are otherwise eligible for an ERAC contribution (as described below), but you are on a leave of absence on the last day of the calendar year, you will not receive the ERAC contribution unless the leave of absence was approved and you return to work at the end of the expiration of the leave period, but in any case within six months after the leave began.

**How You Could Lose Benefits under the Plan**

Certain circumstances may reduce or eliminate the benefits you would otherwise receive from the Plan. These include:

- You will not be permitted to contribute to the Plan if you do not meet the eligibility requirements for participation, your eligible compensation ends, you elect to stop contributing to the Plan, you reach any Plan or legal limits, you transfer to an affiliate that does not participate in the Plan, or you die.

- If you are eligible to participate but do not contribute to the Plan, or if you participate in the San Jose Market Pension Plan, you will not receive any Matching Contributions.

- If you are not vested when you leave an HCA affiliate, you will not be entitled to the value of unvested employer contributions made on your behalf.
• The amount paid out from the Plan may be less than you anticipated, depending on the market value of your account in each investment fund at the time your account is paid out.
• Your account may be offset for certain amounts you owe the Plan, and may be assigned if a court order concerning child support, alimony, or material property rights so decrees. Then, money in your Plan account may be payable to someone other than you or your designated beneficiary.
• Federal tax law requires that participation in the Plan by participants at all pay levels must be balanced. If you are considered to be "highly compensated," according to IRS guidelines, and there is an imbalance in Plan participation during the year between highly compensated employees and other (non-highly compensated) employees, your contributions may be reduced and/or refunded. If you are affected, you will be notified.
• If the Plan does not pass required nondiscrimination tests, a portion of the contributions made on behalf of highly compensated employees may be reduced and/or refunded. Nondiscrimination tests are required by law to ensure that there is sufficient Plan participation by non-highly compensated employees. If you are affected by these limits, you will be notified.
• If you take a military leave of absence, you may have the right to make up Voluntary Contributions that you could have made while on leave and to receive Matching Contributions on that amount when you return from leave. For more information call BConnected.
• For any other leave of absence, you should contact BConnected for information on how your leave may affect your Plan participation and benefits.
• If the 401(k) Plan cannot locate you or your beneficiary when it is time to pay your benefits, your account may be forfeited until and unless you or your beneficiary contact the Plan to request payment.
• Administrative fees and expenses are deducted from participants’ accounts under the 401(k) Plan. Your account will be reduced for your share of those fees and expenses.

Important Tax Information
Please note that the IRS requires the Plan Administrator to withhold 20% of the taxable portion of your cash payment if you receive a lump-sum payment. Withholding is required even if you later decide to roll over part of all of your distribution. The only way you can bypass this withholding if you elect a lump sum is to arrange a “direct rollover” of your distribution from the Plan to an IRA or another employer’s qualified retirement plan.
If it is not rolled over, your distribution may be subject to a 10% early payment penalty tax in addition to regular income taxes, unless:
• You are at least age 55 at the time you terminate employment
• You are at least age 59½ at the time payment is made to you, or
• Another exception applies as described in more detail below.

For more information on the additional 10% tax, please see IRS Form 5329.

You are responsible for complying with applicable federal, state, and local tax laws and regulations when you receive the distribution. You will receive more information about the applicable rules when you request a distribution.

Tax Treatments
Generally, you pay regular income taxes on the taxable portion of your payment in the year you receive it.

10% Early Payment Penalty Tax
If you receive a payment from the HCA 401(k) Plan before age 59½, you may also have to pay a 10% penalty tax which the IRS imposes on early withdrawals from retirement plans. The tax will not apply if payment is made under one of these conditions:
• Because of your disability or death
• Because your employment ends after you reach age 55
• Through a life annuity over your lifetime
• To pay eligible tax-deductible medical expenses, or
• To comply with a qualified domestic relations order.

The 10% penalty discussed above (if applicable) will not be withheld from your payment — you will be responsible for paying this additional tax when you file your tax return. A repayment option exists for some reservists which prevents the 10% penalty.

Special Tax Treatment
If you were born before January 1, 1936, you may be eligible for a special tax treatment that reduces the taxes you pay on your benefit. You should contact your tax professional to see if you are eligible for any special tax treatments.

Paying Your Taxes
When you receive Plan payments, the IRS requires withholding as follows:
If you receive a cash payment other than an annuity payment or a hardship withdrawal, the Plan Administrator must withhold 20%, unless you elect a “direct rollover” as explained later in this section. Any death beneficiary of your benefits can roll over such benefits. If you are in a tax bracket that is higher than 20%, you may owe more taxes on the payment when you file that year’s tax return. If you are in a tax bracket that is lower than 20%, part or all of the amount withheld may be refunded.

When you receive other taxable payments from the 401(k) Plan in the form of annuity payments made over a period of 10 years or more or required distributions when you reach age 70½ or retire (whichever is later), withholding generally will be made based on wage withholding tables unless you elect no withholding. If you elect no withholding or if the amount withheld is not enough to cover the actual taxes due, you will be required to pay taxes when you file your tax return for that year. You may also be required to file estimated taxes.

**Deferring Taxes**

You can defer taxes on part of all of most payments by making a rollover. Amounts eligible for rollover are amounts that would be subject to 20% withholding if they were not rolled over. There are two types of rollovers: direct and participant.

**Direct Rollover**

You can ask RolloverSystems to roll over all or part of your taxable payment directly into a traditional or Roth IRA or another employer’s eligible retirement plan. The other employers’ plan must permit rollovers to it. To make a direct rollover, you must give RolloverSystems specific information about the receiving plan or IRA before the Plan Administrator makes any payment from the Plan. With a direct rollover, you will not pay any taxes until you actually receive payment from the IRA or other employer’s plan, unless you elect a direct rollover to a Roth IRA. If you die and your spouse is your designated beneficiary, then your spouse is eligible to make a direct rollover of your vested Plan benefits to his or her IRA or other eligible retirement plan and thereby avoid 20% withholding and defer taxation. A death beneficiary who is not the surviving spouse can roll over death benefits to an inherited IRA via a direct transfer. Your spouse or your death beneficiary can elect a direct rollover by calling RolloverSystems.

**Indirect Rollover**

You can receive your taxable payment and then roll all or part of it over into an IRA or other employer’s eligible retirement plan yourself. You must make the rollover within 60 days following your receipt of the distribution. Of course, an amount eligible for rollover that is distributed to you will be subject to 20% federal income tax withholding. To avoid taxation on the distribution altogether, you must add the amount withheld (obtained from other personal resources) to your net distribution payment and contribute the entire amount to your IRA or your employer’s eligible plan within 60 days following your receipt of the distribution. If you roll over the net amount received (for example, 80%) then only the 20% (which was withheld) would be subject to tax. If you received a payment and an outstanding loan was also considered part of your distribution, you may also roll over the amount of the loan balance within 60 days, but you would have to pay this from other funds you have available.

The 10% early withdrawal penalty also may apply.

Any contributions paid to you as part of a hardship withdrawal are not eligible for either type of rollover. Special rules apply to rollovers of after-tax contributions. Contact BConnected for details.

**Consult a Tax Expert**

No attempt has been made here to outline all of the rules that may apply in your circumstances. Because tax laws are quite complex and change often, you may wish to consult with a qualified tax advisor about the tax situation of any payment you receive from your account.

**Plan Trust and Trustee**

Assets of the Plan are held in a trust. Once a contribution is made to your Plan account, the money is paid to the trust fund, where it is invested and held by the trustee, The Northern Trust Company (50 South LaSalle Street, Chicago, IL 60675).

**Account Statement**

The value of your account is determined and updated each business day (generally, each day that the New York Stock Exchange is open). You can log on to HCArewards.com and click on BConnected or call BConnected at 1-800-566-4114 for the most up-to-date information on your account, including the current value of your account, recent transactions, and how your account is invested in the various Plan investment options. You should review your account from time to time to ensure that your investment choices continue to reflect your personal financial objectives and risk tolerance.

**Receiving Advice**

HCA will not advise you regarding tax, investment, or legal considerations relating to the Plan. Therefore, if you have questions regarding benefit planning, you should seek advice from a personal advisor.
Funding

The 401(k) Plan is a “defined contribution plan.” This means that the value of your account depends on the amount of contributions made, earnings or losses, and the market value of the plans’ investments. However, the assets of the Plan are held in trusts and, as such, are protected from the creditors of HCA Inc.

The 401(k) Plan is funded by employee contributions based on individual elections and matching contributions from HCA affiliates based on the amount each employee contributes. Those contributions are held in a trust fund separate from company assets. The money in the trust is set aside for the exclusive benefit of Plan participants and beneficiaries. The trustee pays benefits to participants on request from the Plan Administrator (or an agent thereof). Benefits and expenses are paid from assets held by the trust.
Administrative Information Highlights

It is important that you understand basic administrative information about your benefits. You may need this information if:

- You change your address
- You want to know how distributions are taxed and how they can rollover tax-free
- A claim for retirement benefits has been denied and you want to know how to appeal (see below)
- You want to know your basic rights with respect to benefits
- You want to know HCA’s rights with respect to benefits
- You want to know when benefits may be changed or terminated
- You are eligible for continuation of group health coverage under COBRA
- You get divorced
- You need basic plan or program administrative information

Keep Your Address Current

If your most recent address is not on file with your Human Resources Department or BConnected, and your facility cannot locate you, benefits may be delayed. Be sure to keep your address current by contacting your local Human Resources Department (if you are currently an employee) or BConnected (if you have terminated your employment).

Claims and Appeals

Submitting a Claim

In most cases, any questions you may have regarding your entitlement to benefits under the HCA 401(k) Plan can be resolved informally by contacting BConnected. However, if you are not satisfied with the response from BConnected, you may submit a formal claim for review.

Time Frame for Claim Determination

If you make a claim for benefits and the claim is denied, you will be notified of the denial within a reasonable period of time, but generally not later than 90 days after the date you made the claim. This 90-day period to determine whether a claim should be approved or denied may be extended for up to an additional 90 days, if it is determined that special circumstances require an extension of time for processing the claim. If such is the case, you will be notified of the need for additional time before the initial 90-day period expires. Such notice will supply the date by which you can expect to receive a decision.

Also, the 90-day period may be tolled (in other words, days will not count against any time limit) for any period during which the claims administrator is awaiting information necessary to administer the claim.

If You Receive an Adverse Benefit Determination

You will receive notification of any adverse benefit determination (i.e., claim reduction or denial), which will set forth, among other things:

- The specific reason(s) for the adverse benefit determination
- Reference to the specific Plan provisions on which the benefit determination is based
- A description of any additional material or information necessary for you to perfect the claim and an explanation of why that material or information is necessary
- A description of the Plan’s appeal procedures and time limits applicable to such procedures, including a statement of your right to bring a civil action under ERISA after an adverse determination on appeal.

Procedures for Appealing an Adverse Benefit Determination

You, or your authorized representative, have 60 days following the receipt of a notification of an adverse benefit determination within which to appeal the determination. The appeal must be sent to the Benefits Appeals Committee of HCA Inc. You have the right to:

- Submit written comments, records, documents, and other information relating to the claim for benefits
- Request, free of charge, reasonable access to, and copies of all documents, records and other information relevant to your claim for benefits. For this purpose, a document, record, or other information is treated as “relevant” to your claim if it:
  - Was relied upon in making benefit determinations
  - Was submitted, considered, or generated in the course of making the benefit determination, regardless of whether such document, record, or other information was relied upon in making the benefit determination
  - Demonstrates compliance with the administrative processes and safeguards required in making the benefit determination
- A review that takes into account all comments, documents, records, and other information submitted by you relating to the claim, regardless of whether such information was submitted or considered in the initial benefit determination.

The Benefits Appeals Committee will notify you of the Plan’s determination on review within a reasonable period of time, but generally not later than 60 days after receipt of your request for review. This 60-day period may be extended for up to an
additional 60 days, if the Benefits Appeals Committee determines that special circumstances require an extension of time for processing. If such is the case, you will be notified before the initial 60-day period expires of the special circumstances requiring the extension of time and the date by which the Benefits Appeals Committee expects to render a determination on review.

The appeals consideration period may be tolled for any period during which the Benefits Appeals Committee is awaiting information necessary to consider the appeal.

If your claim is not fully approved, the Benefit Appeals Committee will provide notice of an adverse benefit determination on appeal, which will contain all of the following information:

- The specific reason(s) for the adverse benefit determination
- Reference to the specific Plan provisions on which the benefit determination is based
- A statement that you are entitled to receive, upon request and free of charge, reasonable access to, and copies of, all documents, records, and other information relevant to your claim, and
- A statement describing your right to bring an action under ERISA.

Your Rights
As a participant in HCA’s benefit plans, you are entitled to certain rights and protections under the Employee Retirement Income Security Act of 1974 (ERISA).

Receiving Information about Your Plan and Benefits

- Examine, without charge, at the Plan Administrator’s office and at other specified locations, such as worksites and union halls, all documents governing the plan, including insurance contracts and collective bargaining agreements, and a copy of the latest annual report (Form 5500 Series) filed by the plan with the U.S. Department of Labor and available at the Public Disclosure Room of the Employee Benefits Security Administration.
- Obtain, upon written request to the Plan Administrator, copies of documents governing the operation of the plan, including insurance contracts and collective bargaining agreements, and copies of the latest annual report (Form 5500 Series) and updated SPD. The administrator may make a reasonable charge for the copies.
- Receive a summary of the plan’s annual financial report. The Plan Administrator is required by law to furnish each participant with a copy of this summary annual report.
- Obtain a statement telling you whether you have a right to receive a retirement benefit at normal retirement age (age 65) and if so, what are your retirement benefits would be at normal retirement age if you stop working under the plan now. If you do not have a right to a retirement benefit, the statement will tell you how many more years you have to work to get a right to a retirement benefit. This statement must be requested in writing and is not required to be given more than once every 12 months. The plan must provide the statement free of charge.

Prudent Actions by Plan Fiduciaries
In addition to creating rights for plan participants, ERISA imposes duties upon the people who are responsible for the operation of the employee benefit plan. The people who operate your plan, called “fiduciaries” of the plan, have a duty to do so prudently and in the interest of you and other plan participants and beneficiaries. No one, including your employer, your union, or any other person, may fire you or otherwise discriminate against you in any way to prevent you from obtaining a plan benefit or exercising your rights under ERISA. If your claim for a benefit is denied or ignored — in whole or in part — you have a right to know why this was done, to obtain copies of documents relating to the decision without charges, and to appeal any denial, all within certain time schedules.

Enforcing Your Rights
Under ERISA, there are steps you can take to enforce your ERISA rights. For instance:

- If you request a copy of the plan documents or the latest of any report and do not receive them within 30 days, you may file suit in a federal court. In such a case, the court may require the Plan Administrator to provide the materials and pay you up to $110 a day until you receive the materials — unless the materials were not sent because of reasons beyond the control of the Administrator.
- If you have a claim for benefits, which is denied or ignored — in whole or in part — you may file suit in a state or federal court, but only after you have exhausted the plan’s claims and appeals procedures.
- If you disagree with the plan’s decision or lack of response to your request concerning the qualified status of a qualified medical child support order (QMSCO), you may file suit in federal court.
- If it should happen that plan fiduciaries misuse the plan’s money, or if you’re discriminated against for asserting your ERISA rights, you may seek assistance from the U.S. Department of Labor, or you may file suit in a federal court.

If you file suit against the plan, the court will decide who should pay court costs and legal fees. If you’re successful, the court may order the person you have sued to pay these costs and fees. If you lose, the court may order you to pay these costs and fees — for example, if it finds your claim is frivolous.
Getting Answers to Your Questions
If you have any questions about your plan, you should call BConnected at 1-800-566-4114. If you have any questions about this statement or about your rights under ERISA, or if you need assistance in obtaining documents from the Plan Administrator, you should contact the nearest office of the Employee Benefits Security Administration (EBSA), U.S. Department of Labor, listed in your telephone directory or the Division of Technical Assistance and Inquiries, Employee Benefits Security Administration, U.S. Department of Labor, 200 Constitution Avenue N.W., Washington, DC 20210. You may also obtain certain publications about your rights and responsibilities under ERISA by calling the publications hotline of the EBSA at 1-866-444-3272, by logging on to the Internet at www.dol.gov/ebsa, or by contacting the EBSA field office nearest you.

HCA’s Rights
HCA provides the benefits described in this Summary Plan Description (SPD) as part of your total compensation package. However, HCA does not guarantee that these benefits will continue, and the offering of such benefits and the enrollment in the various plans and programs does not guarantee your employment. The Company’s employment decisions are made without regard to the benefits to which you are or may be entitled due to employment. This SPD does not constitute an expressed or implied contract to guarantee of employment.

If you terminate employment or are discharged, you have no right to benefits unless these rights are specifically provided for in the plans or required by law.

This SPD provides important benefit plan information. For the HCA 401(k) Plan, if differences exist between this SPD and the plan documents, the plan documents always govern. The plan documents are on file with the Plan Administrator.

HCA has the right to amend or terminate the HCA 401(k) Plan at any time.

Future of the Retirement Plans
Subject to possible future amendments, HCA currently plans to continue operating the 401(k) Plan indefinitely. However, HCA has the right to amend, modify, suspend or terminate the 401(k) Plan, in whole or in part. Plan amendment, modification, suspension, or termination may be made for any reason, and at any time, and can result in the reduction or elimination of benefits to the extent allowed by law.

Regardless of any changes made to the Plan, you will always be entitled to the current value of your vested account, to the extent required by law. Benefits provided under the Plan are not insured by the Pension Benefit Guaranty Corporation (PBGC) under Title IV of ERISA because the insurance provisions of ERISA are not applicable to this type of plan. If the Plan is terminated, all contributions to the terminated Plan will stop. Furthermore, if a Plan is terminated or there is a complete discontinuance of contributions to the Plan, you will be entitled to the full amount in your accounts as of the date of termination or complete discontinuance, regardless of the percent you are vested at the time of termination or complete discontinuance.

If the Plan Becomes Top Heavy
Under a complicated set of IRS rules set out in the Plan document, the Plan may become a “top heavy plan.” A top heavy plan is one where more than 60% of the contributions or benefits have been allocated to “key employees.” Key employees are generally certain officers and owners of HCA. The Plan Administrator is responsible for determining whether the Plan is a top heavy plan each year. In the unlikely event that the Plan becomes top heavy in any year, non-key employees may be entitled to certain minimum benefits and special rules will apply. If the Plan becomes top heavy, the Plan Administrator will advise you of your rights under the top heavy rules.

Limitations on Assignment
Except under limited circumstances, your rights and benefits under this Plan cannot be assigned, sold, transferred, or pledged by you or reached by your creditors or anyone else. However, the law does permit the assignment of all or a portion of your interest in the Plan to your former spouse or children as part of a Qualified Domestic Relations Order (see below). In addition, a Federal tax lien on the Plan Administrator would result in payment of your benefit to the IRS.

Qualified Domestic Relations Order
A Qualified Domestic Relations Order (QDRO) is a legal judgment, decree, or order that recognizes the rights of an alternate payee under the retirement plan with respect to a former spouse, child, or other dependent for support, alimony, or marital property rights. The company is legally required to recognize QDROs.

If you become legally separated or divorced, a portion of all of your benefit under the retirement plan may be assigned to someone else to satisfy a legal obligation you may have to a spouse, former spouse, child, or other dependent.

There are specific requirements the court order must meet to be recognized by the Plan Administrator and specific procedures regarding the amount and timing of payments. Participants and beneficiaries may obtain, without charge, a copy of the procedures governing QDRO determinations under the retirement plan from the Plan Administrator by contacting BConnected.
If you wish for a QDRO to be processed, you must submit it to BConnected upon issuance by the court. Otherwise, the QDRO may not be processed.

**Receiving Advice**

HCA cannot advise you regarding tax, investment, or legal considerations relating to the 401(k) Plan. Therefore, if you have questions regarding benefit planning, you should seek advice from a personal advisor.

If you have any questions about the 401(k) Plan, or if you wish to make a claim for benefits, you should contact BConnected.

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**Basic Administrative Information**

**Plan Year, Plan Sponsor and Plan Administrator**

The plan year for the HCA 401(k) Plan is the same as the calendar year — January 1 through December 31.

HCA Inc. is the Plan Sponsor for HCA 401(k) Plan. The address is:

HCA Inc.  
One Park Plaza, 1-2W  
Nashville, TN 37203

HCA’s Employer Identification Number (EIN) is 75-2497104.

The HCA Plan Administration Committee is the Plan Administrator for the HCA 401(k) Plan. The address and phone number are:

Plan Administration Committee  
c/o HCA Inc.  
One Park Plaza, 1-2W  
Nashville, TN 37203  
1-615-344-9551

The Plan Administration Committee uses the help of many persons and organizations, including BConnected, in administering the plans. If you have questions about these Plans, you can log on to HCArewards.com or call BConnected at 1-800-566-4114. If BConnected cannot answer your question, you should contact:

HCA Inc.  
Plan Administration Committee  
c/o Human Resources Department  
One Park Plaza, 1-2W  
Nashville, TN 37203

**Plan Administrator Discretion**

The Plan Administrator performs its duties as the Plan Administrator and in its sole discretion determines appropriate courses of action in light of the reason and purpose for which each plan is established and maintained. In particular, the Plan Administrator shall have full and sole discretionary authority to interpret all plan documents and to make all interpretive and factual determinations as to whether any individual is entitled to receive any benefits under the terms of a plan. Any construction of the terms of any plan document and any determination of fact adopted by the Plan Administrator shall be final and legally binding on all parties.

Any interpretation, determination or other action of the Plan Administrator shall be subject to review only if it is arbitrary or capricious or otherwise an abuse of discretion. Any review of a final decision or action of the Plan Administrator shall be based only on such evidence presented to or considered by the Plan Administrator at the time it made the decision that is the subject of review. Accepting any benefits or making any claim for benefits under certain plans described in this SPD constitutes agreement with and consent to any decisions that the Plan Administrator makes, in its sole discretion and, further, constitutes agreement to the limited standard and scope of review described in the applicable section.

The Plan Administrator may delegate any of its duties and responsibilities to one or more persons or entities. Such delegation of authority must be in writing, and must identify the delegate and the scope of the delegated responsibilities.
Agent for Service of Legal Process
The name and address of the designated agent for service of legal process are:

General Counsel/Secretary
HCA Inc.
One Park Plaza, I-2E
Nashville, TN 37203

Legal process also can be served on the Plan Administrator or Trustee.

Plan Structure
The HCA benefit plans described in these SPDs the HCA 401(k) Plan. For the HCA 401(k) Plan, this material is intended to summarize HCA's benefits in non-technical language. The benefits themselves are governed by their respective plan documents, and any underlying insurance or HMO policies, contracts or agreements, and collective bargaining agreements, if any. In the event of a conflict between this SPD and any of these other documents, the other documents control.

One or more of the plans are maintained pursuant to one or more collective bargaining agreements. Participants or beneficiaries may obtain a copy of the collective bargaining agreement upon written request to the Plan Administrator. The collective bargaining agreements are available for examination by participants or beneficiaries covered by those agreements.

Funding
The 401(k) Plan is a “defined contribution plan.” This means that the value of your account depends on the amount of contributions made, earnings or losses, and the market value of the plans’ investments. However, the assets of the Plan are held in trusts and, as such, are protected from the creditors of HCA Inc.

The 401(k) Plan is funded by employee contributions based on individual elections and matching contributions from HCA affiliates based on the amount each employee contributes. Those contributions are held in a trust fund separate from company assets. The money in the trust is set aside for the exclusive benefit of Plan participants and beneficiaries. The trustee pays benefits to participants on request from the Plan Administrator (or an agent thereof). Benefits and expenses are paid from assets held by the trust.

Plan Identification Information
HCA 401(k) Plan: Plan Number 004

<table>
<thead>
<tr>
<th>Benefit Options</th>
<th>Type of Plan</th>
<th>Plan Administrator</th>
<th>Benefit Contributions</th>
<th>Other Information</th>
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<tr>
<td>HCA 401(k) Plan</td>
<td>Retirement/Defined Contribution 401(k)</td>
<td>Plan Administration Committee</td>
<td>The plan is funded by employee contributions and matching contributions from HCA affiliates. Assets are held in a trust.</td>
<td>Trustee: The Northern Trust Company 50 South LaSalle Street Chicago, IL 60675</td>
</tr>
</tbody>
</table>

This information about the administration of the 401(k) Plan is provided in compliance with the Employee Retirement Income Security Act (ERISA) of 1974, as amended. While you should not need these details on a regular basis, the information may be useful if you have specific questions about the plan.