

TENET HEALTHCARE CORP  
Form 4  
March 02, 2015

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Ramsey R. Scott

2. Issuer Name and Ticker or Trading Symbol  
TENET HEALTHCARE CORP  
[THC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
1445 ROSS AVENUE, SUITE 1400  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
02/26/2015

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Principal Accounting Officer

DALLAS, TX 75202

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock <sup>(1)</sup>     | 02/26/2015                           |  | M                              | 750   | A <u>(2)</u>  | 4,369  | D                                 |
| Common Stock                    | 02/26/2015                           |  | F                              | 245 <sup>(3)</sup>  | D \$ 46.74  | 4,124  | D                                 |
| Common Stock <sup>(4)</sup>     | 02/27/2015                           |  | M                              | 1,333   | A <u>(2)</u>  | 5,457  | D                                 |
| Common Stock                    | 02/27/2015                           |  | F                              | 354 <sup>(3)</sup>  | D \$ 46.3   | 5,103  | D                                 |
| Common Stock <sup>(5) (6)</sup> | 02/27/2015                           |  | M                              | 791   | A <u>(2)</u>  | 5,894  | D                                 |

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Common Stock      02/27/2015      F      244 <sup>(3)</sup> D      \$ 46.3 5,650      D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price or Value of Underlying Securities (Instr. 3 and 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title   | Amount or Number of Shares |
| 2014<br>February<br>Restricted Stock Units | <u>(1)</u>   | 02/26/2015                           |  | M                              | 750   | <u>(1)</u> <u>(1)</u>                                    | Common Stock <u>(7)</u>                                       | 750   | \$                         |
| 2013<br>February<br>Restricted Stock Units | <u>(4)</u>   | 02/27/2015                           |  | M                              | 1,333   | <u>(4)</u> <u>(4)</u>                                    | Common Stock <u>(7)</u>                                       | 1,333   | \$                         |
| 2012<br>February<br>Restricted Stock Units | <u>(5)</u>   | 02/27/2015                           |  | M                              | 791   | <u>(5)</u> <u>(5)</u>                                    | Common Stock <u>(7)</u>                                       | 791   | \$                         |

## Reporting Owners

| Reporting Owner Name / Address                    | Relationships |           |                              |       |
|---|---------------|-----------|------------------------------|-------|
|   | Director      | 10% Owner | Officer                      | Other |
| Ramsey R. Scott<br>1445 ROSS AVENUE<br>SUITE 1400 |               |           | Principal Accounting Officer |       |

DALLAS, TX 75202

## Signatures

Anthony L. Shoemaker, as Attorney-in-Fact for R. Scott Ramsey

03/02/2015

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) As previously reported, on February 26, 2014, the reporting person received a grant of 2,250 time-based restricted stock units that vest in one-third increments on each of the first, second and third anniversaries of the date of grant. The first anniversary occurred on February 26, 2015, resulting in the vesting and settlement of 750 shares of common stock as shown above in Table I. The remaining 1,500 restricted stock units are shown in Table II, of which 750 are scheduled to vest on each of February 26, 2016 and February 26, 2017.

(2) Restricted stock units convert into common stock on a one-for-one basis.

(3) Shares withheld for payment of taxes upon vesting of restricted stock units in accordance with Rule 16b-3.

(4) As previously reported, on February 28, 2013, the reporting person received a grant of 4,000 time-based restricted stock units that vest in one-third increments on each of the first, second and third anniversaries of the date of grant. The first anniversary occurred on February 28, 2014, resulting in the vesting and settlement of 1,333 shares of common stock, as shown in Table I. The second vesting date occurred on February 27, 2015 (the business day prior to the anniversary date, which fell on a weekend), resulting in the vesting and settlement of 1,333 shares of common stock, as shown in Table I. The remaining 1,334 restricted stock units are shown in Table II, which are scheduled to vest on February 28, 2016.

(5) As previously reported, on February 29, 2012, the reporting person received a grant of 2,375 time-based restricted stock units that vest in one-third increments on each of the first, second and third anniversaries of the date of grant. The first anniversary occurred on February 28, 2013, resulting in the vesting and settlement of 792 shares of common stock. The second anniversary occurred on February 28, 2014, resulting in the vesting and settlement of 792 shares of common stock. The third vesting date occurred on February 27, 2015 (the business day prior to the anniversary date, which fell on a weekend), resulting in the vesting and settlement of 791 shares of common stock, as shown in Table I.

(6) All historical share data in this Form 4 have been restated to reflect a one-for-four reverse stock split effective as of October 11, 2012.

(7) Restricted stock units are settled in shares of the Company's common stock upon vesting.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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