

TENET HEALTHCARE CORP

Form 4

June 29, 2015

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *

**GLENVIEW CAPITAL
MANAGEMENT, LLC**

(Last) (First) (Middle)

**767 FIFTH AVENUE, 44TH
FLOOR**

(Street)

NEW YORK, NY 10153

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading

Symbol

**TENET HEALTHCARE CORP
[THC]**

3. Date of Earliest Transaction

(Month/Day/Year)

06/25/2015

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director

____ Officer (give title
below)☒ 10% Owner____ Other (specify
below)6. Individual or Joint/Group Filing(Check
Applicable Line)

____ Form filed by One Reporting Person

☒ Form filed by More than One Reporting
Person**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 Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$0.05 par value	06/25/2015		P		404,000 <u>(1)</u>	A	\$ 54.3028 <u>(3)</u>	14,216,831	I <u>(1)</u> <u>(2)</u>	See footnotes 1 and 2
Common Stock, \$0.05 par value	06/25/2015		P		341,947 <u>(1)</u>	A	\$ 54.9934 <u>(4)</u>	14,558,778	I <u>(1)</u> <u>(2)</u>	See footnotes 1 and 2
Common Stock, \$0.05 par	06/25/2015		P		233,535 <u>(1)</u>	A	\$ 55.924 <u>(5)</u>	14,792,313	I <u>(1)</u> <u>(2)</u>	See footnotes 1 and 2

value

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

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(9-02)

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 of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Relationships

Reporting Owner Name / Address

Director 10% Owner Officer Other

GLENVIEW CAPITAL MANAGEMENT, LLC
767 FIFTH AVENUE
44TH FLOOR
NEW YORK, NY 10153

X

ROBBINS LAWRENCE M
767 FIFTH AVENUE
44TH FLOOR
NEW YORK, NY 10153

X

Signatures

/s/ Mark J. Horowitz, President of Glenview Capital Management, LLC and attorney-in-fact
for Lawrence M. Robbins

06/29/2015

__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).

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- (1) These shares of the Issuer's Common Stock, \$0.05 par value per share (the "Shares") were purchased for the accounts of Glenview Capital Partners, L.P., Glenview Capital Master Fund, Ltd., Glenview Institutional Partners, L.P., Glenview Offshore Opportunity Master Fund, Ltd. and Glenview Capital Opportunity Fund, L.P. Glenview Capital Management, LLC serves as investment manager to each of Glenview Capital Partners, L.P., Glenview Capital Master Fund, Ltd., Glenview Institutional Partners, L.P., Glenview Offshore Opportunity Master Fund, Ltd. and Glenview Capital Opportunity Fund, L.P. Mr. Robbins is the Chief Executive Officer of Glenview Capital Management, LLC.
- (2) Each Reporting Person disclaims beneficial ownership of the Shares except to the extent of his or its pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of the Shares for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.
- (3) This price reflects the weighted average purchase price for open-market purchases of Shares made by the Reporting Persons on June 25, 2015 within a \$1.00 range. The actual prices for these transactions range from \$53.67 to \$54.585, inclusive. The Reporting Persons further undertake to provide upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares purchased at each separate price.
- (4) This price reflects the weighted average purchase price for open-market purchases of Shares made by the Reporting Persons on June 25, 2015 within a \$1.00 range. The actual prices for these transactions range from \$54.735 to \$55.73, inclusive. The Reporting Persons further undertake to provide upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares purchased at each separate price.
- (5) This price reflects the weighted average purchase price for open-market purchases of Shares made by the Reporting Persons on June 25, 2015 within a \$1.00 range. The actual prices for these transactions range from \$55.74 to \$56.00, inclusive. The Reporting Persons further undertake to provide upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares purchased at each separate price.

Remarks:

Exhibit List: The Power of Attorney filed as Exhibit B to the Schedule 13G/A filed by the Reporting Persons on February 14, 2016.

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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