

TENET HEALTHCARE CORP
Form 8-A12B/A
March 05, 2018

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-A/A
(Amendment No. 1)

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF
THE SECURITIES EXCHANGE ACT OF 1934

Tenet Healthcare Corporation
(Exact name of registrant as specified in its charter)

Nevada
(State of incorporation or organization)

95-2557091
(I.R.S. Employer Identification No.)

1445 Ross Avenue, Suite 1400

75202

Dallas, Texas

(Address of principal executive offices)

(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered	Name of each exchange on which each class is to be registered
Preferred Stock Purchase Rights	The New York Stock Exchange

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box.

Securities Act registration statement file number to which this form relates:

(if applicable)

Securities to be registered pursuant to Section 12(g) of the Act:

N/A

(Title of class)

EXPLANATORY NOTE

This Form 8-A/A is filed by Tenet Healthcare Corporation, a Nevada corporation (the Company), to supplement and amend the information set forth on the Form 8-A filed by the Company on September 1, 2017.

Item 1. Description of Registrant's Securities to be Registered.

On March 5, 2018, the Company and Computershare Trust Company, N.A., as rights agent (the Rights Agent), entered into an amendment (the Amendment) to that certain Rights Agreement (the Rights Agreement), dated as of August 31, 2017, between the Company and the Rights Agent.

The Amendment accelerates the expiration of the Company's preferred share purchase rights (the Rights) under the Rights Agreement from the Close of Business (as such term is defined in the Rights Agreement) on the date on which the Company's 2018 annual meeting of stockholders is concluded (or, if later, the date on which the votes of the stockholders of the Company with respect to such meeting are certified) to the Close of Business on March 5, 2018, and the Rights Agreement will terminate at such time. At the time of the termination of the Rights Agreement, all of the Rights distributed to holders of the Company's common stock pursuant to the Rights Agreement will expire.

The foregoing is a summary of the terms of the Amendment. The summary does not purport to be complete and is qualified in its entirety by reference to the Amendment, a copy of which is attached as Exhibit 4.2 and incorporated herein by reference.

Item 2. Exhibits.

Exhibit No.	Description of Exhibit
3.1	<u>Certificate of Designation of Series R Preferred Stock of Tenet Healthcare Corporation, as filed with the Secretary of State of the State of Nevada on August 31, 2017 (incorporated by reference to Exhibit 3.1 to the Company's Current Report on Form 8-K filed on September 1, 2017).</u>
4.1	<u>Rights Agreement, dated as of August 31, 2017, between Tenet Healthcare Corporation and Computershare Trust Company, N.A., as Rights Agent (incorporated by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K filed on September 1, 2017).</u>
4.2	<u>Amendment No. 1, dated March 5, 2018, to Rights Agreement, dated as of August 31, 2017, between Tenet Healthcare Corporation and Computershare Trust Company, N.A. (incorporated by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K filed on March 5, 2018).</u>

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

TENET HEALTHCARE CORPORATION

By: /S/ PAUL A. CASTANON

Name: Paul A. Castanon

Title: Vice President, Deputy General
Counsel and Corporate Secretary

Date: March 5, 2018