#### **URBANOWICZ E PETER**

Form 4 March 04, 2008

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

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**OMB APPROVAL** 

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * URBANOWICZ E PETER			2. Issuer Name and Ticker or Trading Symbol TENET HEALTHCARE CORP [THC]					5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last) 13737 NOE	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/01/2008					Director 10% Owner _X_ Officer (give title Other (specify below)  General Counsel and Secretary			
	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person					
DALLAS, T						Form filed by More than One Reporting Person					
(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								ly Owned		
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	r) Execution	emed on Date, if Day/Year)	3. Transaction Code (Instr. 8)	4. Securition(A) or Dis (Instr. 3, 4	sposed	of (D)	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)	
Common Stock	03/01/2008			M	16,666	A	\$ 4.81	125,937	D		
Common Stock	03/01/2008			F	4,409	D	\$ 4.81	121,528	D		
Common Stock								3,500	I	By IRA	

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

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#### number.

 $\label{thm:convertible} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$ 

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	• •	Code	S) A o (I	onDerivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
			Code V	V (	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun Numbe Shares
2007 March Restricted Units	<u>(1)</u>	03/01/2008	M			16,666	<u>(1)</u>	03/01/2017	Common Stock	16,66
2003 December Option (Right to Buy)	\$ 15.68						<u>(2)</u>	12/22/2013	Common Stock	125,0
2004 March Option (Right to Buy)	\$ 12.01						(2)	03/03/2014	Common Stock	133,3
2005 February Option (Right to Buy)	\$ 10.52						<u>(2)</u>	02/16/2015	Common Stock	133,3
2006 February Option (Right to Buy)	\$ 7.93						(2)	02/22/2016	Common Stock	130,0
2006 February Restricted Units	\$ 0 (1)						<u>(1)</u>	<u>(1)</u>	Common Stock	43,33
2007 March Career Grant Restricted Units	\$ 0 (3)						(3)	03/01/2017	Common Stock	300,0
2007 March Option	\$ 6.6						(2)	03/01/2017	Common Stock	100,0

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(Right to

Buy) 2007

Performance

Based  $$0^{(4)}$ 

Restricted Units (U)

Common 03/01/2017 Stock

75,00

# **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

URBANOWICZ E PETER 13737 NOEL ROAD DALLAS, TX 75240

General Counsel and Secretary

# **Signatures**

/s/ Urbanowicz,

03/04/2008 E. Peter \*\*Signature of Reporting Date Person

# **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).
- These restricted units vest ratably on each of the first, second and third anniversaries of the date of grant. Restricted Units are settled in shares of the Company's common stock upon vesting.
- (2) These derivative securities (stock options) vest ratably on each of the first, second and third anniversaries of the date of grant.
- These restricted units vest ratably on each of the third, fifth, seventh, and tenth anniversaries of the date of grant. Restricted units are settled in shares of the Company's common stock upon vesting.
  - On the third anniversary of the date of grant, these restricted units vest conditionally based on the average of the closing price of the Company's common stock on the last 40 trading days of 2009 ("Stock Price") as follows: 25,000 restricted units vest if the Stock Price is
- (4) \$6.75 or less; 50,000 restricted units vest if the Stock Price is \$8.50; and 75,000 restricted units if the Stock Price is \$10.25 or greater. Straight-line interpolation will be used to determine the number of restricted units vesting for Stock Prices between the threshold prices stated. Restricted 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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