

TENET HEALTHCARE CORP

Form 4

March 10, 2008

**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

OMB  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Newman Stephen L

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)  
13737 NOEL ROAD  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/06/2008

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Chief Operating Officer

DALLAS, TX 75240

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  
\_\_\_\_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock					136,386	D	
Common Stock					750	I	By IRA

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
displays a currently valid OMB control  
number.**

SEC 1474  
(9-02)

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Share
2008 March Option (Right to Buy)	\$ 4.95	03/06/2008		A		450,000		<u>(1)</u>	03/06/2018	Common Stock	450,000
2008 March Restricted Units	<u>(2)</u>	03/06/2008		A		122,500		<u>(2)</u>	<u>(2)</u>	Common Stock	122,500
1999 July Option (Right to Buy)	\$ 11.13							<u>(3)</u>	07/28/2009	Common Stock	17,500
2004 March Option (Right to Buy)	\$ 12.01							<u>(1)</u>	03/03/2014	Common Stock	66,000
2005 February Option (Right to Buy)	\$ 10.52							<u>(1)</u>	02/16/2015	Common Stock	60,000
2005 July Restricted Units	\$ 0 <u>(2)</u>							<u>(2)</u>	<u>(2)</u>	Common Stock	21,000
2006 February Option (Right to Buy)	\$ 7.93							<u>(1)</u>	02/22/2016	Common Stock	55,000
2006 February Restricted Units	\$ 0 <u>(2)</u>							<u>(2)</u>	<u>(2)</u>	Common Stock	18,300
2007 January Restricted Units	\$ 0 <u>(2)</u>							<u>(2)</u>	<u>(2)</u>	Common Stock	33,000

2007 March Option (Right to Buy)	\$ 6.6	<u>(1)</u>	03/01/2017	Common Stock	140,
2007 March Restricted Units	\$ 0 <u>(2)</u>	<u>(2)</u>	<u>(2)</u>	Common Stock	40,
2007 Performance Based Restricted Units (N)	\$ 0 <u>(4)</u>	<u>(4)</u>	<u>(4)</u>	Common Stock	90,

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Newman Stephen L 13737 NOEL ROAD DALLAS, TX 75240			Chief Operating Officer	

## Signatures

/s/ Newman,  
Stephen L. 03/10/2008

\_\_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) These derivative securities (stock options) vest ratably on each of the first, second and third anniversaries of the date of grant.
- (2) 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.
- (3) These derivative securities (stock options) vested ratably on each of the first, second, and third anniversaries of the date of grant.  
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: 30,000 restricted units vest if the Stock Price is \$6.75 or less; 60,000 restricted units vest if the Stock Price is \$8.50; and 90,000 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.