

TENET HEALTHCARE CORP
 Form 4
 May 12, 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 *
 Rittenmeyer Ronald A

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)
 05/08/2015

Director 10% Owner
 Officer (give title below) Other (specify below)

DALLAS, TX 75202
 (City) (State) (Zip)

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

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)
			Code	V Amount (A) or (D) Price			
Common Stock ⁽¹⁾	05/08/2015		A	4,722 ⁽¹⁾	A \$ 0 12,181	D	
Common Stock ⁽²⁾	05/11/2015		M ⁽³⁾	8,383	A \$ 0 20,564	D	
Common Stock	05/11/2015		D ⁽³⁾	8,383	D \$ 49 12,181	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)
2012 May Directors Stock Units ⁽²⁾ <u>(4)</u>	<u>(5)</u>	05/11/2015		M	8,383	<u>(6)</u> <u>(6)</u>	Common Stock	8,383 \$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rittenmeyer Ronald A 1445 ROSS AVENUE, SUITE 1400 DALLAS, TX 75202			X	

Signatures

Anthony L. Shoemaker, as Attorney-in-Fact for Ronald A. Rittenmeyer

 **Signature of Reporting Person 05/12/2015
 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) Represents restricted stock units granted under the Company's Stock Incentive Plan. Each restricted stock unit is the economic equivalent of one share of the Company's common stock. All of these restricted stock units vested immediately on the grant date and will be settled in shares of common stock on the third anniversary of the date of grant (unless deferred settlement has been elected).
- (2) 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.
- (3) Scheduled conversion of previously reported 2012 May Director Stock Units on the third anniversary of the date of grant in accordance with the terms of the Company's 2008 Stock Incentive Plan. In accordance with the terms of the award, the reporting person settled the Stock Units for cash. The cash settlement did not involve a market transaction and is reported as a deemed disposition of stock to the issuer pursuant to Rule 16b-3.

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- (4) These Stock Units were awarded under the Company's Stock Incentive Plan.
- (5) Each Stock Unit is the economic equivalent of one share of the Company's common stock.
- (6) The 2012 May Director Stock Units vested on the date of grant and were settled on the third anniversary of the date of grant in accordance with the terms of the Company's 2008 Stock Incentive Plan. The reporting person settled the Stock Units for cash.

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.