Newman Stephen L Form 4 February 24, 2009

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL OMB** 

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**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(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) 13737 NOE	` ,	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/22/2009			Director 10% Owner _X Officer (give title Other (specify below) Chief Operating Officer					
(Street) 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			
(City)	(State)	(Zip)						Person			
(City)	(State)	(Zip)	Tabl	e I - Non-l	Derivative S	Securi	ties Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	Execution any	med on Date, if Day/Year)	3. Transacti Code (Instr. 8)	4. Securit on(A) or Dia (Instr. 3, 4)	sposed	Price	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	02/22/2009			M	18,334	A	\$ 0.98	209,429	D		
Common Stock	02/22/2009			F	4,850	D	\$ 0.98	204,579	D		
Common Stock								750	I	By IRA	

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

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#### number.

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	•	Code	FransactionDerivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun Numbe Shares
2006 February Restricted Units	(1)	02/22/2009	M		18,334	<u>(1)</u>	<u>(1)</u>	Common Stock	18,33
1999 July Option (Right to Buy)	\$ 11.13					<u>(2)</u>	07/28/2009	Common Stock	17,70
2004 March Option (Right to Buy)	\$ 12.01					(3)	03/03/2014	Common Stock	66,66
2005 February Option (Right to Buy)	\$ 10.52					(3)	02/16/2015	Common Stock	60,00
2006 February Option (Right to Buy)	\$ 7.93					(3)	02/22/2016	Common Stock	55,00
2007 January Restricted Units	\$ 0 (1)					<u>(1)</u>	(1)	Common Stock	16,80
2007 March Option (Right to Buy)	\$ 6.6					(3)	03/01/2017	Common Stock	140,0
2007 March Restricted Units	\$ 0 <u>(1)</u>					<u>(1)</u>	<u>(1)</u>	Common Stock	40,00

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2007 Performance Based Restricted Units (N)	\$ 0 <u>(4)</u>	<u>(4)</u>	<u>(4)</u>	Common Stock	90,00
2008 March Option (Right to Buy)	\$ 4.94	<u>(3)</u>	03/06/2018	Common Stock	450,0
2008 March Restricted Units	\$ 0 <u>(1)</u>	<u>(1)</u>	<u>(1)</u>	Common Stock	122,5

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Newman Stephen L

13737 NOEL ROAD Chief Operating Officer

DALLAS, TX 75240

# **Signatures**

/s/ Newman, 02/24/2009 Stephen L.

\*\*Signature of Reporting 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 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) vested ratably on each of the first, second, and third anniversaries of the date of grant.
- (3) These derivative securities (stock options) vest 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
- (4) \$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.

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