#### GAINES BRENDA J

Form 4 May 08, 2013

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

2. Issuer Name and Ticker or Trading

**OMB** Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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 \*

| GAINES BR                            | Symbol<br>TENE                          | Symbol TENET HEALTHCARE CORP [THC] |   |   |                      |                                       | Issuer (Check all applicable)  |  |          |  |
|--------------------------------------|---|------------------------------------|---|---|----------------------|---------------------------------------|--|--|----------|--|
| (Last) 1445 ROSS                     | (First) (M                              | (Month/                            | 3. Date of Earliest Transaction (Month/Day/Year) 05/06/2013 |   |                      | _X Director<br>Officer (giv<br>below) | ve title 10% Owner Other (specify below)   |  |          |  |
|                                      | (Street)                                |                                    | endment, Dat<br>onth/Day/Year)                              | U   |                      |                                       | 6. Individual or Applicable Line) _X_ Form filed by  |  | erson    |  |
| DALLAS, T                            |   | (Zip) Tol                          | L. I. N D   |   |                      |                                       | Person   |  |          |  |
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed                         | 3. Transactio   | 4. Securi<br>onAcquired<br>Disposed<br>(Instr. 3, | (A) or (A) or (A) or |                                       | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | ·        |  |
| Common Stock (1)                     | 05/06/2013                              |                                    | M(2)  | 5,825   | A                    | \$ 0                                  | 36,814   | D  |          |  |
| Common<br>Stock                      |   |                                    |   |   |                      |                                       | 2,500  | I  | By Trust |  |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | ransactiorDerivative ode 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<br>Exercisable                                      | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |
| 2010<br>May<br>Director<br>Stock<br>Units (1)<br>(3) | <u>(4)</u>  | 05/06/2013                           |   | M                                       |                                     | 5,825 | <u>(5)</u>   | <u>(5)</u>         | Common<br>Stock   | 5,825                                  |
| 2013 May Director Stock Units (3)                    | <u>(4)</u>  | 05/06/2013                           |   | A                                       | 3,618                               |       | <u>(6)</u>   | <u>(6)</u>         | Common<br>Stock   | 3,618                                  |

## **Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |               |  |  |  |  |
|---|---------------|-----------|---------------|--|--|--|--|
| r g   | Director      | 10% Owner | Officer Other |  |  |  |  |
| GAINES BRENDA J<br>1445 ROSS AVENUE<br>SUITE 1400<br>DALLAS, TX 75202 | X             |           |               |  |  |  |  |

## **Signatures**

/s/ Jeffrey S. McFall, Attorney-in-Fact for Brenda J.
Gaines

05/08/2013

\*\*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) 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.
  - Scheduled conversion of previously reported 2010 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. The reporting person settled the Stock Units for shares of the Company's
- (2) with the terms of the Company's 2008 Stock Incentive Plan. The reporting person settled the Stock Units for shares of the Company's common stock.
- (3) These Stock Units were awarded under the Company's Stock Incentive Plan.

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- (4) Each Stock Unit is the economic equivalent of one share of the Company's common stock.
- The 2010 May Director Stock Units vested on the date of grant and were settled on the third anniversary of the date of grant in
- (5) accordance with the terms of the Company's 2008 Stock Incentive Plan. The reporting person settled the Stock Units for shares of the Company's common stock.
- These Stock Units vested immediately on the grant date. The Stock Units will be settled on the third anniversary of the date of grant or upon termination of service (unless settlement has been deferred). The Stock Units may be settled in cash, stock or a combination of cash and stock.

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.