FETTER TREVOR

Form 4

March 01, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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January 31, Expires: 2005

OMB APPROVAL

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5. Relationship of Reporting Person(s) to

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

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

2. Issuer Name and Ticker or Trading

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 *

•			Symbol TENET HEALTHCARE CORP [THC]					Issuer (Check all applicable)			
(Last) 1445 ROSS	(First) AVENUE, SU	(Middle) JITE 1400	3. Date of (Month/E) 02/25/2	•	ransaction			X Director X Officer (give below)		Owner er (specify	
				nendment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
DALLAS, TX 75202								Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tabl	le I - Non-E	Derivative So	ecuriti	ies Acqı	iired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Executio any	med in Date, if Day/Year)	3. Transactic Code (Instr. 8)	4. Securitie or(A) or Disp (Instr. 3, 4)	osed o	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 (1)	02/25/2011			A	120,907	A	\$ 0	1,477,535	D		
Common Stock	02/25/2011			F	50,116	D	\$ 7.07 (2)	1,427,419	D		
Common Stock (3)	02/25/2011			A	120,907	A	\$ 0	1,548,326	D		
Common Stock	02/25/2011			F	50,116	D	\$ 7.07 (2)	1,498,210	D		
								10,200	I	By Spouse	

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Common Stock

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

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SEC 1474

(9-02)

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. 5. Number of TransactionDerivative Securities Code Acquired (A) or (Instr. 8) Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. T Und (Ins	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
2010 February Performance-Based Option (Right to Buy)	\$ 5.03 (4)	02/25/2011		A	210,129	(-)	<u>(4)</u>	02/25/2020	Co S
2010 February Performance-Based Restricted Units	(1)	02/25/2011		A	241,816		<u>(1)</u>	<u>(1)</u>	Co S
2010 February Restricted Units	(3)	02/25/2011		D		120,907	<u>(3)</u>	<u>(3)</u>	Co S

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
FETTER TREVOR 1445 ROSS AVENUE SUITE 1400 DALLAS, TX 75202	X		CEO and President			

Signatures

/s/ Kristina A. Mack, Attorney-in-Fact for Trevor
Fetter 03/01/2011

**Signature of Reporting Person Date

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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).
 - (TF1) As previously reported, on February 25, 2010, the reporting person received a grant of 362,723 performance restricted units that were subject to the issuer's attainment of a specified one-year performance metric for the year then-ending December 31, 2010. The
- performance metric was met; therefore, these restricted units vest ratably on each of the first, second and third anniversaries of the date of grant. The first anniversary occurred on February 25, 2011, resulting in the vesting and settlement of 120,907 shares of common stock, as shown in Table I. The remaining 241,816 performance restricted units, which will vest in equal amounts on February 25, 2012 and 2013, are shown in Table II. Restricted units are settled in shares of the issuer's common stock upon vesting.
- (2) Shares withheld for payment of taxes upon vesting of restricted units in accordance with Rule 16b-3.
 - (TF3) As previously reported, on February 25, 2010, the reporting person received a grant of 362,723 restricted units that vest ratably on each of the first, second and third anniversaries of the date of grant. The first anniversary occurred on February 25, 2011, resulting in the
- (3) vesting and settlement of 120,907 shares of common stock as shown in Table II and Table II. The remaining 241,816 restricted units, as shown in Table II, will vest in equal amounts on February 25, 2012 and 2013. Restricted units are settled in shares of the issuer's common stock upon vesting.
 - (TF4) As previously reported, on February 25, 2010, the reporting person received a grant of 210,129 performance stock options that were subject to the issuer's attainment of a specified one-year performance metric for the year then-ending December 31, 2010. The
- (4) performance metric was met; therefore, these options vest ratably on each of the first, second and third anniversaries of the date of grant. The performance stock options were granted with an exercise price of \$5.03, the closing price of the issuer's common stock on the date of grant.

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.