

Fraser Cathy  
Form 4  
February 27, 2013

**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 \*  
Fraser Cathy

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)  
02/25/2013

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Senior Vice President

DALLAS, TX 75202

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

(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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|  |                                      |  |                                | (A) or (D) Code V Amount (D) Price                                |   |  |                                   |
| Common Stock <sup>(1)</sup> <sub>(2)</sub> | 02/25/2013                           |  | M                              | 2,326 A \$ 0  | 70,855  | D  |                                   |
| Common Stock                               | 02/25/2013                           |  | F                              | 637 <sup>(3)</sup> D \$ 37.63                                     | 70,218  | D  |                                   |
| Common Stock <sup>(4)</sup>                | 02/25/2013                           |  | M                              | 2,326 A \$ 0  | 72,544  | D  |                                   |
| Common Stock                               | 02/25/2013                           |  | F                              | 636 <sup>(3)</sup> D \$ 37.63                                     | 71,908  | D  |                                   |

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.

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(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. 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 Security (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| 2010 February Performance-Based Restricted Units | (2)  | 02/25/2013                           |  | M                              | 2,326   | (2) (2)  | Common Stock  | 2,326                         |
| 2010 February Restricted Stock Units             | (4)  | 02/25/2013                           |  | M                              | 2,326   | (4) (4)  | Common Stock  | 2,326                         |

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships |           |                       |       |
|--|---------------|-----------|-----------------------|-------|
|  | Director      | 10% Owner | Officer               | Other |
| Fraser Cathy<br>1445 ROSS AVENUE<br>SUITE 1400<br>DALLAS, TX 75202 |               |           | Senior Vice President |       |

## Signatures

/s/ Jeffrey S. McFall, Attorney-in-Fact for Cathy Fraser 02/27/2013

\_\_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.
- (2) As previously reported, on February 25, 2010, the reporting person received a grant of 6,976 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

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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 and second anniversaries occurred on February 25, 2011 and February 25, 2012, respectively, resulting in the vesting and settlement of 2,325 shares of common stock in each case. The third anniversary of this grant occurred on February 25, 2013, resulting in the vesting and settlement of 2,326 shares of common stock as shown in Table I and Table II. Restricted units are settled in shares of the Company's common stock upon vesting.

- (3) Shares withheld for payment of taxes upon vesting of restricted units in accordance with Rule 16b-3.

As previously reported, on February 25, 2010, the reporting person received a grant of 6,976 restricted units that vest ratably on each of the first, second and third anniversaries of the date of grant. The first and second anniversaries occurred on February 25, 2011 and

- (4) February 25, 2012, respectively, resulting in the vesting and settlement of 2,325 shares of common stock in each case. The third anniversary of this grant occurred on February 25, 2013, resulting in the vesting and settlement of 2,326 shares of common stock as shown in Table I and Table II. 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.