

Rittenmeyer Ronald A
 Form 4
 March 04, 2019

FORM 4

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

OMB APPROVAL

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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)
 03/01/2019

Director 10% Owner
 Officer (give title below) Other (specify below)
 Executive Chairman and CEO

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 Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock ⁽¹⁾ | 03/01/2019 | | M | | 36,082 A <u>(2)</u> | 155,517 | D |
| Common Stock | 03/01/2019 | | F | | 10,191 <u>(3)</u> D \$ 29.39 | 145,326 | D |
| Common Stock ⁽⁴⁾ | 03/01/2019 | | M | | 7,306 A <u>(2)</u> | 152,632 | D |
| Common Stock | 03/01/2019 | | F | | 1,775 <u>(3)</u> D \$ 29.39 | 150,857 | D |
| Common Stock | | | | | | 15,000 | I By spouse |

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

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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 Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| 2018 March Restricted Stock Units | <u>(1)</u> | 03/01/2019 | | M | 36,082 | <u>(1)</u> <u>(1)</u> | Common Stock <u>(5)</u> | 36,082 |
| 2018 June Restricted Stock Units | <u>(4)</u> | 03/01/2019 | | M | 7,306 | <u>(4)</u> <u>(4)</u> | Common Stock <u>(5)</u> | 7,306 |

Reporting Owners

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

Signatures

Anthony L. Shoemaker, as Attorney-in-Fact for Ronald A. Rittenmeyer 03/04/2019

__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) As previously reported, on March 29, 2018, the reporting person received a grant of 288,660 time-based restricted stock units that vest and settle in eight equal quarterly installments. The fourth vesting date occurred on March 1, 2019, resulting in the vesting and settlement

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of 36,082 shares of common stock, as shown in Table I. The remaining 144,332 restricted stock units are shown in Table II.

- (2) Restricted stock units convert into common stock on a one-for-one basis.
- (3) Shares withheld for payment of taxes upon vesting of restricted stock units in accordance with Rule 16b-3.

As previously reported, on June 29, 2018, the reporting person received a grant of 51,146 time-based restricted stock units that vest and settle in seven equal quarterly installments. The third vesting date occurred on March 1, 2019, resulting in the vesting and settlement of 7,306 shares of common stock, as shown in Table I. The remaining 29,228 restricted stock units are shown in Table II.

- (5) Restricted stock 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.

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