

JENNINGS REYNOLD J  
 Form 4  
 February 24, 2006

**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 \*  
**JENNINGS REYNOLD J**

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)  
**13737 NOEL ROAD**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**02/22/2006**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Chief Operating Officer**

**DALLAS, TX 75240**  
 (City) (State) (Zip)

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

**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) Price  |   |  |                                   |
| Common Stock                    |                                      |  |                                |   | 82,543  | D  |                                   |

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)**

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| 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) |                 |              |                      |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|-----------------|--------------|----------------------|
|  |  |                                      |  | Code                           | V   | (A)  | (D) | Date Exercisable  | Expiration Date | Title        | Amount Number Shares |
| 2006 February Option (Right to Buy)        | \$ 7.93  | 02/22/2006                           |  | A                              |   | 250,000  |     | <u>(1)</u>  | 02/22/2016      | Common Stock | 250,000              |
| 2006 February Restricted Units             | <u>(2)</u>   | 02/22/2006                           |  | A                              |   | 175,000  |     | <u>(2)</u>  | <u>(2)</u>      | Common Stock | 175,000              |
| 2000 B Option (Right to Buy)               | \$ 27.21   |                                      |  |                                |   |  |     | <u>(1)</u>  | 12/05/2010      | Common Stock | 130,000              |
| 2001 D Option (Right to Buy)               | \$ 40.41   |                                      |  |                                |   |  |     | <u>(1)</u>  | 12/04/2011      | Common Stock | 240,000              |
| 2002 B Option (Right to Buy)               | \$ 17.56   |                                      |  |                                |   |  |     | <u>(1)</u>  | 12/10/2012      | Common Stock | 250,000              |
| 2003 A Option (Right to Buy)               | \$ 16.65   |                                      |  |                                |   |  |     | <u>(1)</u>  | 03/11/2013      | Common Stock | 75,000               |
| 2004 March Option (Right to Buy)           | \$ 12.01   |                                      |  |                                |   |  |     | <u>(1)</u>  | 03/03/2014      | Common Stock | 183,333              |
| 2004 March Restricted Units                | \$ 0 <u>(2)</u>  |                                      |  |                                |   |  |     | <u>(2)</u>  | <u>(2)</u>      | Common Stock | 24,444               |
| 2005 February Option                       | \$ 10.52   |                                      |  |                                |   |  |     | <u>(1)</u>  | 02/16/2015      | Common Stock | 183,333              |

(Right to Buy)

2005

February  
Restricted  
Units

\$ 0 (2)

(2)

(2)

Common  
Stock

43,112

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships |           |                         |       |
|---|---------------|-----------|-------------------------|-------|
|   | Director      | 10% Owner | Officer                 | Other |
| JENNINGS REYNOLD J<br>13737 NOEL ROAD<br>DALLAS, TX 75240 |               |           | Chief Operating Officer |       |

## Signatures

/s/ Jennings,  
Reynold J.

02/24/2006

  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) These derivative securities (stock options) vest ratably on each of the first, second and third anniversaries of the date of grant.
- (2) 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.

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.