

TENET HEALTHCARE CORP
 Form 4
 February 21, 2007

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 *
 URBANOWICZ E PETER

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)
 02/16/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 General Counsel and Secretary

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | Code V | Amount (A) or (D) Price | | |
| Common Stock | 02/16/2007 | | | M | 12,222 A \$ 7.32 | D | |
| Common Stock | 02/16/2007 | | | F | 3,510 D \$ 7.32 | D | |
| Common Stock | | | | | | I | By IRA |

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

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number.

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) | | |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| 2005 February Restricted Units ⁽¹⁾ | <u>(1)</u> | 02/16/2007 | | M | 12,222 | <u>(1)</u> | <u>(1)</u> | Common Stock | 12,222 |
| 2003 December Option (Right to Buy) | \$ 15.68 | | | | | <u>(2)</u> | 12/22/2013 | Common Stock | 125,000 |
| 2004 March Option (Right to Buy) | \$ 12.01 | | | | | <u>(2)</u> | 03/03/2014 | Common Stock | 133,333 |
| 2004 March Restricted Units | \$ 0 ⁽¹⁾ | | | | | <u>(1)</u> | <u>(1)</u> | Common Stock | 8,889 |
| 2005 February Option (Right to Buy) | \$ 10.52 | | | | | <u>(2)</u> | 02/16/2015 | Common Stock | 133,333 |
| 2006 February Option (Right to Buy) | \$ 7.93 | | | | | <u>(2)</u> | 02/22/2016 | Common Stock | 130,000 |
| 2006 February Restricted Units | \$ 0 ⁽¹⁾ | | | | | <u>(1)</u> | <u>(1)</u> | Common Stock | 130,000 |

