

PARSONS MICHAEL J
Form 4
December 01, 2004

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
PARSONS MICHAEL J

2. Issuer Name and Ticker or Trading Symbol
TRIAD HOSPITALS INC [TRI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

5800 TENNYSON PARKWAY

3. Date of Earliest Transaction (Month/Day/Year)
12/01/2004

Director 10% Owner
 Officer (give title below) Other (specify below)

Exec VP, Chief Operating Off

(Street)

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

PLANO, TX 75024

(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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 12/01/2004 | | M | | 9,000 | A | \$ 11.5 59,047 |
| Common Stock | 12/01/2004 | | S ⁽¹⁾ | | 1,000 | D | \$ 36.8 58,047 |
| Common Stock | 12/01/2004 | | S ⁽¹⁾ | | 200 | D | \$ 36.76 57,847 |
| Common Stock | 12/01/2004 | | S ⁽¹⁾ | | 300 | D | \$ 36.79 57,547 |
| Common Stock | 12/01/2004 | | S ⁽¹⁾ | | 500 | D | \$ 36.78 57,047 |

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| | | | | | | | | |
|--|------------|------------------|-------|---|----------|--------|---|----------------|
| Common Stock | 12/01/2004 | S ⁽¹⁾ | 1,000 | D | \$ 36.72 | 56,047 | D | |
| Common Stock | 12/01/2004 | S ⁽¹⁾ | 3,000 | D | \$ 36.75 | 53,047 | D | |
| Common Stock | 12/01/2004 | S ⁽¹⁾ | 200 | D | \$ 36.68 | 52,847 | D | |
| Common Stock | 12/01/2004 | S ⁽¹⁾ | 800 | D | \$ 36.65 | 52,047 | D | |
| Common Stock | 12/01/2004 | S ⁽¹⁾ | 1,000 | D | \$ 36.74 | 51,047 | D | |
| Common Stock | 12/01/2004 | S ⁽¹⁾ | 1,000 | D | \$ 36.7 | 50,047 | D | |
| Common Stock in HCA Inc. 1995 Management Stock Purchase Plan | | | | | | 140 | D | |
| Common Stock in Triad Retirement Saving Plan ESOP Acct. | | | | | | 645 | I | By ESOP |
| Common Stock in Triad Retirement Plan Stock Fund | | | | | | 157 | I | By 401(k) Plan |

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.

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. 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 |
|-------------------------------------|---------|------------|------|---|-----|-----|------------------|-----------------|--------------|----------------------------|
| Non-qualified option (right to buy) | \$ 11.5 | 12/01/2004 | M | | | | (2) | 06/10/1999 | Common Stock | 9,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| PARSONS MICHAEL J 5800 TENNYSON PARKWAY PLANO, TX 75024 | X | | Exec VP, Chief Operating Off | |

Signatures

Donald P Fay,
Attorney-in-fact
12/01/2004

__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) Sale pursuant to Rule 10b5-1 trading plan.
 - (2) The option vests in two installments: 45,320 shares on June 10, 2000, and 160,980 shares on April 27, 2001.

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.