

TRIAD HOSPITALS INC  
Form 4  
December 10, 2004

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
SHELTON JAMES D

(Last) (First) (Middle)

5800 TENNYSON PARKWAY

(Street)

PLANO, TX 75024

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/09/2004

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chairman, President, CEO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price (A) or (D)		
Common Stock	12/09/2004		M		150,000 A \$ 9.375	400,740	D
Common Stock	12/09/2004		M		142,300 A \$ 11.5	543,040	D
Common Stock	12/09/2004		S		200 D \$ 37.21	542,840	D
Common Stock	12/09/2004		S		72,400 D \$ 37.2	470,440	D
Common Stock	12/09/2004		S		1,000 D \$ 37.1	469,440	D

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Common Stock	12/09/2004	S	10,000	D	\$ 37.05	459,440	D	
Common Stock	12/09/2004	S	3,900	D	\$ 37.03	455,540	D	
Common Stock	12/09/2004	S	900	D	\$ 37.02	454,640	D	
Common Stock	12/09/2004	S	2,100	D	\$ 37.01	452,540	D	
Common Stock	12/09/2004	S	201,800	D	\$ 37	250,740	D	
Common Stock in HCA Inc. 1995 Management Stock Purchase Plan						443	D	
Common Stock in HCA Inc. Employee Stock Purchase Plan						104	D	
Common Stock in Triad Retirement Savings Plan ESOP Acct						644	I	By ESOP
Common Stock in Triad Retirement Plan Stock Fund						158	I	By 401(k) Plan

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)

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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 Security (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Non-qualified option (right to buy)	\$ 9.375	12/09/2004		M		150,000		04/27/2001	05/26/2009	Common Stock	15
Non-qualified option (right to buy)	\$ 11.5	12/09/2004		M		142,300		04/27/2001	06/10/2009	Common Stock	14

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHELTON JAMES D 5800 TENNYSON PARKWAY PLANO, TX 75024	X		Chairman, President, CEO	

## Signatures

Donald P Fay,  
Attorney-in-fact

12/10/2004

\_\_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).

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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