

Kogod Dennis
Form 4
August 08, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Kogod Dennis

(Last) (First) (Middle)
1551 WEWATTA ST.

(Street)

DENVER, CO 80202

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
DAVITA INC [DVA]

3. Date of Earliest Transaction
(Month/Day/Year)
08/06/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chief Operating Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 | (A) or (D) | Price |
| Common Stock | 08/06/2012 | | M | | 66,667 | A | \$ 50.37 |
| Common Stock | 08/06/2012 | | F | | 33,821 | D | \$ 99.29 |
| Common Stock | 08/06/2012 | | S | | 32,846 | D | \$ 96 |
| Common Stock | 08/06/2012 | | M | | 115,851 | A | \$ 46.26 |
| Common Stock | 08/06/2012 | | F | | 53,976 | D | \$ 99.29 |

Edgar Filing: Kogod Dennis - Form 4

| | | | | | | | |
|--------------|------------|---|--------|---|-------------------|--------|---|
| Common Stock | 08/06/2012 | S | 61,875 | D | \$ 96.92 (1) | 39,187 | D |
| Common Stock | 08/07/2012 | M | 46,649 | A | \$ 46.26 | 85,836 | D |
| Common Stock | 08/07/2012 | F | 22,543 | D | \$ 95.73 | 63,293 | D |
| Common Stock | 08/07/2012 | S | 24,106 | D | \$ 96.0117 (2) | 39,187 | D |
| Common Stock | 08/07/2012 | M | 60,375 | A | \$ 63.4 | 99,562 | D |
| Common Stock | 08/07/2012 | F | 39,986 | D | \$ 95.73 | 59,576 | D |
| Common Stock | 08/07/2012 | S | 20,389 | D | \$ 97.0066 (3) | 39,187 | D |

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 Underlying Security (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Stock Appreciation Right | \$ 50.37 | 08/06/2012 | | M | 66,667 | 02/28/2009 ⁽⁴⁾ | 02/28/2013 | Common Stock |
| Stock Appreciation Right | \$ 46.26 | 08/06/2012 | | M | 115,851 | 03/02/2010 ⁽⁴⁾ | 03/02/2014 | Common Stock |
| Stock Appreciation Right | \$ 46.26 | 08/07/2012 | | M | 46,649 | 03/02/2010 ⁽⁴⁾ | 03/02/2014 | Common Stock |
| Stock | \$ 63.4 | 08/07/2012 | | M | 60,375 | 03/31/2011 ⁽⁵⁾ | 03/31/2015 | Common |

Appreciation
Right

Stock

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Kogod Dennis 1551 WEWATTA ST. DENVER, CO 80202 | | | Chief Operating Officer | |

Signatures

/s/ Kim M. Rivera
Attorney-in-Fact

08/08/2012

__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) The range of prices for the sale of these shares was \$96.00 - \$99.36. The filer undertakes to provide staff, the issuer or a security holder full information regarding the number of shares sold at each separate price.
 - (2) The range of prices for the sale of these shares was \$96.00 - \$96.08. The filer undertakes to provide staff, the issuer or a security holder full information regarding the number of shares sold at each separate price.
 - (3) The range of prices for the sale of these shares was \$97.00- \$97.09. The filer undertakes to provide staff, the issuer or a security holder full information regarding the number of shares sold at each separate price.
- Stock Appreciation Right, pursuant to the DaVita Inc. 2002 Equity Compensation Plan, (as amended and restated, the "DaVita Inc. 2011 Incentive Award Plan," effective June 6, 2011), which vested 25% on the first anniversary of the grant date, 8.33% on the 20th month following the grant date, and 8.33% every four months thereafter.
- Stock Appreciation Right, pursuant to the DaVita Inc. 2002 Equity Compensation Plan, (as amended and restated, the "DaVita Inc. 2011 Incentive Award Plan," effective June 6, 2011), which vested 25% on the first anniversary of the grant date and 6.25% every three months thereafter.

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.