DIAZ PAUL J Form 4 August 01, 2005

### FORM 4

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

**OMB** 3235-0287 Number:

**OMB APPROVAL** 

2005

January 31, Expires:

Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b).

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person \* DIAZ PAUL J

(First)

(Street)

680 SOUTH FOURTH STREET

(Middle)

2. Issuer Name and Ticker or Trading Symbol

KINDRED HEALTHCARE, INC [KND]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

3. Date of Earliest Transaction

(Month/Day/Year) 07/28/2005

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

\_X\_ Director 10% Owner X\_ Officer (give title Other (specify below) President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

LOUISVILLE, KY 40202

(City)	(State) (	Zip) Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	med 3. n Date, if Transactio Code				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	07/28/2005		S(1)	200	D	\$ 39.4	263,130	D	
Common Stock	07/28/2005		S(1)	100	D	\$ 39.42	263,030	D	
Common Stock	07/28/2005		S(1)	200	D	\$ 39.56	262,830	D	
Common Stock	07/28/2005		S <u>(1)</u>	100	D	\$ 39.52	262,730	D	
Common Stock	07/28/2005		S(1)	100	D	\$ 39.5	262,630	D	

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07/28/2005	S <u>(1)</u>	450	D	\$ 39.29	262,180	D
07/28/2005	S <u>(1)</u>	100	D	\$ 39.26	262,080	D
07/28/2005	S <u>(1)</u>	200	D	\$ 39.24	261,880	D
07/28/2005	S <u>(1)</u>	100	D	\$ 39.25	261,780	D
07/28/2005	S <u>(1)</u>	100	D	\$ 39.21	261,680	D
07/28/2005	S <u>(1)</u>	400	D	\$ 39.37	261,280	D
07/28/2005	S <u>(1)</u>	300	D	\$ 39.34	260,980	D
07/28/2005	S <u>(1)</u>	100	D	\$ 39.35	260,880	D
07/28/2005	S <u>(1)</u>	300	D	\$ 39.32	260,580	D
07/28/2005	S <u>(1)</u>	100	D	\$ 39.36	260,480	D
07/28/2005	S <u>(1)</u>	100	D	\$ 39.38	260,380	D
07/28/2005	S <u>(1)</u>	100	D	\$ 39.07	260,280	D
07/28/2005	S <u>(1)</u>	100	D	\$ 39.05	260,180	D
07/28/2005	S <u>(1)</u>	200	D	\$ 39.15	259,980	D
07/28/2005	S <u>(1)</u>	100	D	\$ 39.14	259,880	D
07/28/2005	S <u>(1)</u>	100	D	\$ 39.18	259,780	D
07/28/2005	S <u>(1)</u>	100	D	\$ 39.11	259,680	D
07/28/2005	S <u>(1)</u>	100	D	\$ 39.13	259,580	D
	07/28/2005 07/28/2005 07/28/2005 07/28/2005 07/28/2005 07/28/2005 07/28/2005 07/28/2005 07/28/2005 07/28/2005 07/28/2005 07/28/2005 07/28/2005 07/28/2005 07/28/2005 07/28/2005	07/28/2005       \$\(\frac{\text{O}}{\text{D}}\)         07/28/2005       \$\(\frac{\text{O}}{\text{D}}\)	07/28/2005       \$\(\frac{\text{U}}{2}\)       100         07/28/2005       \$\(\frac{\text{U}}{2}\)       200         07/28/2005       \$\(\frac{\text{U}}{2}\)       100         07/28/2005       \$\(\frac{\text{U}}{2}\)       100         07/28/2005       \$\(\frac{\text{U}}{2}\)       300         07/28/2005       \$\(\frac{\text{U}}{2}\)       100         07/28/2005       \$\(\frac{\text{U}}{2}\)	07/28/2005       \$\(\frac{1}{2}\)\$       100       D         07/28/2005       \$\(\frac{1}{2}\)\$       200       D         07/28/2005       \$\(\frac{1}{2}\)\$       100       D         07/28/2005       \$\(\frac{1}{2}\)\$       100       D         07/28/2005       \$\(\frac{1}{2}\)\$       300       D         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07/28/2005         SD 100 D 39.11           07/28/2005         SD 100 D 39.11</td><td><math>07/28/2005</math> <math>S_{\square}^{\square}</math> <math>430</math> <math>D</math> <math>39.29</math> <math>262,180</math> <math>07/28/2005</math> <math>S_{\square}^{\square}</math> <math>100</math> <math>D</math> <math>S_{39.26}^{\square}</math> <math>262,080</math> <math>07/28/2005</math> <math>S_{\square}^{\square}</math> <math>200</math> <math>D</math> <math>S_{39.24}^{\square}</math> <math>261,880</math> <math>07/28/2005</math> <math>S_{\square}^{\square}</math> <math>100</math> <math>D</math> <math>S_{39.25}^{\square}</math> <math>261,680</math> <math>07/28/2005</math> <math>S_{\square}^{\square}</math> <math>400</math> <math>D</math> <math>S_{39.37}^{\square}</math> <math>261,280</math> <math>07/28/2005</math> <math>S_{\square}^{\square}</math> <math>300</math> <math>D</math> <math>S_{39.34}^{\square}</math> <math>260,980</math> <math>07/28/2005</math> <math>S_{\square}^{\square}</math> <math>100</math> <math>D</math> <math>S_{39.35}^{\square}</math> <math>260,880</math> <math>07/28/2005</math> <math>S_{\square}^{\square}</math> <math>100</math> <math>D</math> <math>S_{39.35}^{\square}</math> <math>260,580</math> <math>07/28/2005</math> <math>S_{\square}^{\square}</math> <math>100</math> <math>D</math> <math>S_{39.36}^{\square}</math> <math>260,480</math> <math>07/28/2005</math> <math>S_{\square}^{\square}</math> <math>100</math> <math>D</math> <math>S_{39.05}^{\square}</math> <math>260,280</math> <math>07/28/2005</math> <math>S_{\square}^{\square}</math> <math>100</math> <math>D</math> <math>S_{39.15}^{\square}</math> <math>259,980</math> <math>07/28/2005</math> <t< td=""></t<></td></td<>	07/28/2005         SD 39.29           07/28/2005         SD 100 D 39.26           07/28/2005         SD 100 D 39.24           07/28/2005         SD 100 D 39.25           07/28/2005         SD 100 D 39.25           07/28/2005         SD 100 D 39.21           07/28/2005         SD 400 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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)

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transacti	5. orNumber	6. Date Exerc Expiration D		7. Title		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Tear)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/		Underly Securiti (Instr. 3	ying ies	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
DIAZ PAUL J 680 SOUTH FOURTH STREET LOUISVILLE, KY 40202	X		President and CEO					

## **Signatures**

Paul J. Diaz

\*\*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 shares were sold pursuant to a written non-discretionary Rule 10b5-1 sales plan dated June 29, 2005.

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.

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