

CHAPMAN RICHARD E

Form 4

May 21, 2007

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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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 \*  
CHAPMAN RICHARD E2. Issuer Name **and** Ticker or Trading  
Symbol  
KINDRED HEALTHCARE, INC  
[KND]5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
680 SOUTH FOURTH STREET  
(Street)3. Date of Earliest Transaction  
(Month/Day/Year)  
05/21/2007☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below)  
Exec VP & Chief Admin

LOUISVILLE, KY 40202

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

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount | (A) or (D) Price |                                                                                               |                                                          |                                   |
| Common Stock                    | 05/21/2007                           |                                                    | S                              |                                                                   | 100    | D \$ 33.41       | 75,533                                                                                        | D                                                        |                                   |
| Common Stock                    | 05/21/2007                           |                                                    | S                              |                                                                   | 600    | D \$ 33.42       | 74,933                                                                                        | D                                                        |                                   |
| Common Stock                    | 05/21/2007                           |                                                    | S                              |                                                                   | 200    | D \$ 33.45       | 74,733                                                                                        | D                                                        |                                   |
| Common Stock                    | 05/21/2007                           |                                                    | S                              |                                                                   | 2,200  | D \$ 33.44       | 72,533                                                                                        | D                                                        |                                   |
| Common Stock                    | 05/21/2007                           |                                                    | S                              |                                                                   | 3,700  | D \$ 33.45       | 68,833                                                                                        | D                                                        |                                   |

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|              |            |   |       |   |          |        |   |
|--------------|------------|---|-------|---|----------|--------|---|
| Common Stock | 05/21/2007 | S | 700   | D | \$ 33.46 | 68,133 | D |
| Common Stock | 05/21/2007 | S | 3,500 | D | \$ 33.47 | 64,633 | D |
| Common Stock | 05/21/2007 | S | 1,800 | D | \$ 33.48 | 62,833 | D |
| Common Stock | 05/21/2007 | S | 2,500 | D | \$ 33.49 | 60,333 | D |
| Common Stock | 05/21/2007 | S | 100   | D | \$ 33.51 | 60,233 | D |
| Common Stock | 05/21/2007 | S | 600   | D | \$ 33.52 | 59,633 | D |
| Common Stock | 05/21/2007 | S | 200   | D | \$ 33.53 | 59,433 | D |
| Common Stock | 05/21/2007 | S | 100   | D | \$ 33.54 | 59,333 | D |
| Common Stock | 05/21/2007 | S | 100   | D | \$ 33.55 | 59,233 | D |
| Common Stock | 05/21/2007 | S | 500   | D | \$ 33.56 | 58,733 | D |
| Common Stock | 05/21/2007 | S | 100   | D | \$ 33.57 | 58,633 | D |
| Common Stock | 05/21/2007 | S | 100   | D | \$ 33.59 | 58,533 | D |
| Common Stock | 05/21/2007 | S | 200   | D | \$ 33.6  | 58,333 | D |
| Common Stock | 05/21/2007 | S | 600   | D | \$ 33.61 | 57,733 | D |
| Common Stock | 05/21/2007 | S | 208   | D | \$ 33.62 | 57,525 | D |

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)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned |
|--------------------------------------------|------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------|----------------------------------------------------------|----------------------------------------------|--------------------------------------------|-------------------------------------------------------|
|--------------------------------------------|------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------|----------------------------------------------------------|----------------------------------------------|--------------------------------------------|-------------------------------------------------------|

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Derivative  
Security

Securities  
Acquired  
(A) or  
Disposed  
of (D)  
(Instr. 3,  
4, and 5)

(Instr. 3 and 4)

Own  
Follo  
Repo  
Trans  
(Instr

| Code | V | (A) | (D) | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

CHAPMAN RICHARD E  
680 SOUTH FOURTH STREET  
LOUISVILLE, KY 40202

Exec VP  
& Chief  
Admin

## Signatures

Richard E.  
Chapman 05/21/2007

\_\_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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