

DIAZ PAUL J
Form 4
October 02, 2012

FORM 4

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

OMB APPROVAL

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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 *
DIAZ PAUL J

2. 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)
09/28/2012

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	09/28/2012		S		1,600	D	\$ 11.49
Common Stock	09/28/2012		S		800	D	\$ 11.35
Common Stock	09/28/2012		S		100	D	\$ 11.485
Common Stock	09/28/2012		S		500	D	\$ 11.47
Common Stock	09/28/2012		S		400	D	\$ 11.48

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Common Stock	09/28/2012	S	1,700	D	\$ 11.5	541,896	D
Common Stock	09/28/2012	S	200	D	\$ 11.53	541,696	D
Common Stock	09/28/2012	S	800	D	\$ 11.52	540,896	D
Common Stock	09/28/2012	S	600	D	\$ 11.51	540,296	D
Common Stock	09/28/2012	S	2,330	D	\$ 11.39	537,966	D
Common Stock	09/28/2012	S	2,338	D	\$ 11.44	535,628	D
Common Stock	09/28/2012	S	800	D	\$ 11.36	534,828	D
Common Stock	09/28/2012	S	800	D	\$ 11.46	534,028	D
Common Stock	09/28/2012	S	100	D	\$ 11.54	533,928	D
Common Stock	09/28/2012	S	70	D	\$ 11.4401	533,858	D
Common Stock	09/28/2012	S	6,400	D	\$ 11.43	527,458	D
Common Stock	09/28/2012	S	300	D	\$ 11.34	527,158	D
Common Stock	09/28/2012	S	281	D	\$ 11.37	526,877	D
Common Stock	09/28/2012	S	6,968	D	\$ 11.385	519,909	D
Common Stock	09/28/2012	S	1,180	D	\$ 11.38	518,729	D
Common Stock	09/28/2012	S	200	D	\$ 11.395	518,529	D
Common Stock	09/28/2012	S	4,400	D	\$ 11.41	514,129	D
Common Stock	09/28/2012	S	4,000	D	\$ 11.42	510,129	D
Common Stock	09/28/2012	S	400	D	\$ 11.415	509,729	D
Common Stock	09/28/2012	S	300	D	\$ 11.445	509,429	D
	09/28/2012	S	800	D	\$ 11.45	508,629	D

Common
Stock

Common Stock 09/28/2012 S 3,500 D \$ 11.4 505,129 D

Common Stock 09/28/2012 S 600 D \$ 11.405 504,529 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
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Reporting Owners

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

Signatures

Paul J. Diaz 10/01/2012

**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).

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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