### Edgar Filing: BATTAFARANO FRANK J - Form 4

BATTAFAR Form 4 March 23, 20	ANO FRANK J 09									
FORM	Δ								PPROVAL	
-	UNITED S		URITIES A /ashington,			NGE (	COMMISSION	OMB Number:	3235-0287	
Section 16.				IGES IN BENEFICIAL OWNERSHIP OF SECURITIES				burden hou	Estimated average burden hours per	
Form 4 or Form 5 obligation may conti <i>See</i> Instruct 1(b).	Filed purs s Section 17(a		Utility Hold	ling Com	pany	Act o	ge Act of 1934, if 1935 or Sectio 40	response	0.5	
(Print or Type R	esponses)									
BATTAFARANO FRANK J <sub>Syi</sub> KI			2. Issuer Name <b>and</b> Ticker or Trading Symbol KINDRED HEALTHCARE, INC [KND]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			ate of Earliest Transaction nth/Day/Year) 20/2009			Director 10% Owner X Officer (give title Other (specify below) below) Chief Operating Officer				
			Amendment, Date Original (Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
LOUISVILL	E, KY 40202						Form filed by I Person	More than One Ro	eporting	
(City)	(State) (2	Zip) T	able I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date any (Month/Day/Ye	Code ar) (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3, Amount	l (A) c l of (D	))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial	
Common Stock	03/20/2009		А	4,826 (1)	А	\$0	102,637	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.

 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. Transactio Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisat Expiration Date (Month/Day/Yea		7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shares
Employee Stock Option (Right to Buy)	\$ 15.06	03/20/2009		A	3,615	03/20/2012 <sup>(2)</sup>	03/20/2016	Common Stock	3,615
Employee Stock Option (Right to Buy)	\$ 15.06	03/20/2009		А	7,230	03/20/2010 <u>(3)</u>	03/20/2016	Common Stock	7,230

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# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
BATTAFARANO FRANK J 680 SOUTH FOURTH STREET LOUISVILLE, KY 40202			Chief Operating Officer			

## Signatures

Frank J.	
Battafarano	03/23/2009
<u>**</u> 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 represent restricted stock granted to the reporting person. These shares vest in approximately equal annual installments over four years commencing on 3/20/10.
- (2) This option becomes fully exercisable on 3/20/12.
- (3) This option becomes exercisable in the following cumulative installments: 3,615 on 3/20/10 and 3,615 on 3/20/11.

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.