

GRAUER PETER T
Form 4
November 12, 2010

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 *
GRAUER PETER T

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/18/2010

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

C/O DAVITA INC., 1551 WEWATTA ST.

(Street)

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

DENVER, CO 80202

(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 (A) or (D) Price		
Common Stock	05/18/2010		S		4,129 D \$ 64.13	6,192 ⁽⁹⁾	D
Common Stock	11/10/2010		S		1,708 D \$ 71.9014 ⁽¹⁾	4,484	D
Common Stock	11/10/2010		S		2,635 D \$ 71.9156 ⁽²⁾	1,849	D
Common Stock	11/10/2010		M		18,000 A \$ 51.95	19,849	D
	11/10/2010		S		18,000 D	1,849	D

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Common Stock						\$ 71.849 <u>(3)</u>		
Common Stock	11/10/2010		M	18,000	A	\$ 55.05	19,849	D
Common Stock	11/10/2010		S	18,000	D	\$ 72.0569 <u>(4)</u>	1,849	D
Common Stock	11/10/2010		M	18,000	A	\$ 49.78	19,849	D
Common Stock	11/10/2010		F	12,428	D	\$ 72.1	7,421	D
Common Stock	11/10/2010		S	5,572	D	\$ 72.2974 <u>(5)</u>	1,849	D
Common Stock	11/10/2010		M	18,000	A	\$ 45.84	19,849	D
Common Stock	11/10/2010		F	11,445	D	\$ 72.1	8,404	D
Common Stock	11/10/2010		S	6,555	D	\$ 72.8778 <u>(6)</u>	1,849	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 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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of
Stock Options (Right to Buy)	\$ 51.95	11/10/2010		M	18,000	05/15/2007 ⁽⁷⁾	05/15/2011	Common Stock	18,000

Stock Options (Right to Buy)	\$ 55.05	11/10/2010	M	18,000	05/29/2008 ⁽⁷⁾	05/29/2012	Common Stock	1
Stock Appreciation Rights	\$ 49.78	11/10/2010	M	18,000	06/09/2009 ⁽⁸⁾	06/09/2013	Common Stock	1
Stock Appreciation Rights	\$ 45.84	11/10/2010	M	18,000	06/15/2010 ⁽⁸⁾	06/15/2014	Common Stock	1

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRAUER PETER T C/O DAVITA INC. 1551 WEWATTA ST. DENVER, CO 80202	X			

Signatures

/s/ Jeffrey L. Miller,
Attorney-in-Fact

11/12/2010

 **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 \$71.901 - \$71.902. 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 \$71.87 - \$71.9701. 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 \$71.80 - \$71.875. The filer undertakes to provide staff, the issuer, or a security holder full information regarding the number of shares sold at each separate price.
- (4) The range of prices for the sale of these shares was \$71.875 - \$71.915. The filer undertakes to provide staff, the issuer, or a security holder full information regarding the number of shares sold at each separate price.
- (5) The range of prices for the sale of these shares was \$71.915 - \$71.965. The filer undertakes to provide staff, the issuer, or a security holder full information regarding the number of shares sold at each separate price.
- (6) The range of prices for the sale of these shares was \$71.965 - \$72.0025. The filer undertakes to provide staff, the issuer, or a security holder full information regarding the number of shares sold at each separate price.
- (7) Non-qualified stock options, pursuant to the 2002 Equity Compensation Plan, which vested 100% on the first anniversary of the grant date.
- (8) Stock Appreciation Right, pursuant to the 2002 Equity Compensation Plan, which vested 100% on the first anniversary of the grant date.
- (9) Reflects a correction of an administrative error that resulted in previous inadvertent overreporting by two shares of the amount of securities beneficially owned.

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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