

DAVITA INC
Form 8-K
March 17, 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of report (date of earliest event reported): March 16, 2005

DAVITA INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

1-4034
(Commission File Number)

51-0354549
(IRS Employer

Identification No.)

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601 Hawaii Street

El Segundo, California 90245

(Address of principal executive offices including zip code)

(310) 536-2400

(Registrant's telephone number, including area code)

Not applicable

(Former name or former address, if changed since last report)

Item 7.01 Regulation FD Disclosure

On December 6, 2004, DaVita Inc., a Delaware corporation (the Company) entered into a stock purchase agreement to acquire all of the outstanding capital stock of Gambro Healthcare, Inc. (Gambro Healthcare) from Gambro, Inc., a subsidiary of Gambro AB, for approximately \$3.05 billion. The consummation of the Gambro Healthcare acquisition is subject to the satisfaction or waiver of a number of conditions, including among other conditions, the expiration of the waiting periods under applicable antitrust regulations, and the Company is required to obtain financing for the Gambro Healthcare acquisition.

A copy of management s discussion and analysis of financial condition and results of operations for Gambro Healthcare, the audited combined financial statements of Gambro Healthcare and the unaudited pro forma condensed consolidated financial information of the Company and Gambro Healthcare are attached hereto as Exhibits 99.1, 99.2 and 99.3, respectively and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits:

- 23.1 Consent of PricewaterhouseCoopers LLP
- 99.1 Management s Discussion and Analysis of Financial Condition and Results of Operations for Gambro Healthcare
- 99.2 Audited Combined Financial Statements of Gambro Healthcare
- 99.3 Unaudited Pro Forma Condensed Consolidated Financial Information of the Company and Gambro Healthcare

EXHIBIT INDEX

The following exhibits are filed herewith:

| Exhibit No. | Description |
|------------------------|---|
| 23.1 | Consent of PricewaterhouseCoopers LLP |
| 99.1 | Management's Discussion and Analysis of Financial Condition and Results of Operations for Gambro Healthcare |
| 99.2 | Audited Combined Financial Statements of Gambro Healthcare |
| 99.3 | Unaudited Pro Forma Condensed Consolidated Financial Information of the Company and Gambro Healthcare |