

DAVITA INC  
Form 8-K  
August 02, 2005

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**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) July 28, 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.)

**601 Hawaii Street, El Segundo, California**  
(Address of principal executive offices)

**90245**  
(Zip Code)

Registrant's telephone number, including area code (310) 536-2400

**Not applicable**

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

## Edgar Filing: DAVITA INC - Form 8-K

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 1.01. Entry into a Material Definitive Agreement**

On July 28, 2005, DaVita Inc. ( DaVita ) and Gambro Healthcare, Inc., a Tennessee corporation ( Gambro Healthcare US ) and, together with DaVita, collectively, the Sellers ) entered into an Asset Purchase Agreement (the Agreement ) with RenalAmerica, Inc., a Delaware corporation (the Buyer ) to sell 70 freestanding renal dialysis centers (collectively, the Assets ) to the Buyer. The purchase price for the Assets is \$320.5 million, subject to post-closing adjustments, payable by the Buyer in cash at the closing. The Buyer has agreed to assume specified liabilities related to the Assets, and other liabilities will be retained by the Sellers. Completion of the transaction is subject to certain closing conditions, including consummation of DaVita's acquisition of Gambro Healthcare US. A copy of a relevant press release is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits**

(c) Exhibits

99.1 Press release, dated July 28, 2005

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: August 2, 2005

DaVita Inc.

By: /s/ Joseph Schohl  
Joseph Schohl

Vice President, General Counsel and Secretary

**INDEX TO EXHIBITS**

| <u>Number</u> | <u>Exhibit</u>                     |
|---------------|------------------------------------|
| 99.1          | Press release, dated July 28, 2005 |