

KINDRED HEALTHCARE, INC

Form 4

June 02, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Lucchese John Joseph

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)

LOUISVILLE, KY 40202

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
06/01/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
V.P. Finance and Corp. Cont.

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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	06/01/2005		M		1,600	A	\$ 16	8,258	D
Common Stock	06/01/2005		M		1,000	A	\$ 15.91	9,258	D
Common Stock	06/01/2005		M		1,717	A	\$ 11.03	10,975	D
Common Stock	06/01/2005		S		500	D	\$ 38.85	10,475	D
Common Stock	06/01/2005		S		1,617	D	\$ 38.8409	8,858	D

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Common Stock	06/01/2005	S	900	D	\$ 38.93	7,958	D
Common Stock	06/01/2005	S	1,300	D	\$ 38.94	6,658	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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 16	06/01/2005		M		1,600		05/21/2002 ⁽¹⁾	05/21/2011	Common Stock	1,600
Employee Stock Option (Right to Buy)	\$ 15.91	06/01/2005		M		1,000		07/23/2003 ⁽²⁾	07/23/2012	Common Stock	1,000
Employee Stock Option (Right to Buy)	\$ 11.03	06/01/2005		M		1,717		07/22/2004 ⁽³⁾	07/22/2013	Common Stock	1,717

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Lucchese John Joseph
680 SOUTH FOURTH STREET
LOUISVILLE, KY 40202

V.P. Finance and Corp. Cont.

Signatures

John J. Lucchese 06/02/2005

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) This option is exercisable in cumulative equal annual installments over four years commencing on 5/21/02.
- (2) This option is exercisable in cumulative equal annual installments over four years commencing on 7/23/03.
- (3) This option is exercisable in the following installments: 1,717 on 7/22/04, 1,716 on 7/22/05 and 1,717 on 7/22/06.

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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