## Edgar Filing: YALE PHYLLIS R - Form 4

| YALE PHYL<br>Form 4  |   |  |  |  |   |   |         |   |  |          |  |
|--|---|--|--|--|---|---|---------|---|--|----------|--|
| March 27, 2012<br>FORM 4<br>Check this box<br>if no longer<br>subject to<br>Section 16.<br>Form 4 or<br>Form 5<br>obligations<br>MITED STATES SECURITIES AND EXCHANGE COMMISSION<br>Washington, D.C. 20549<br>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF<br>SECURITIES<br>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section |   |  |  |  |   | OMB APPROVAL<br>OMB 3235-0287<br>Number: January 31,<br>2005<br>Estimated average<br>burden hours per<br>response 0.5 |         |   |  |          |  |
| may conti<br>See Instru-<br>1(b).  | nue. Section 17(a                       |  |  | llity Hold<br>vestment (                         | · ·   |   |         |   | n  |          |  |
| (Print or Type R   | esponses)                               |  |  |  |   |   |         |   |  |          |  |
| YALE PHYLLIS R S   |   |  | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>KINDRED HEALTHCARE, INC<br>[KND]  |  |   |   |         | 5. Relationship of Reporting Person(s) to<br>Issuer<br>(Check all applicable)   |  |          |  |
| 14 MOON HILL ROAD (M<br>(Street) 4. I  |   |  | <ol> <li>Date of Earliest Transaction<br/>(Month/Day/Year)</li> <li>03/26/2012</li> <li>If Amendment, Date Original<br/>Filed(Month/Day/Year)</li> </ol> |  |   |   |         | X_ Director 10% Owner<br>Officer (give title Other (specify<br>below) below)  |  |          |  |
|  |   |  |  |  |   |   |         | <ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul> |  |          |  |
| LEXINGTO   | N, MA 02421                             |  |  |  |   |   |         | Form filed by M<br>Person   | Iore than One Re   | porting  |  |
| (City)   | (State) (A                              | Zip)                                     | Table  | I - Non-Do                                       | erivative S   | ecurit  | ies Acq | uired, Disposed of  | f, or Beneficial   | ly Owned |  |
| 1.Title of<br>Security<br>(Instr. 3)   | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deem<br>Execution<br>any<br>(Month/D | Date, if   | 3.<br>Transactio<br>Code<br>(Instr. 8)<br>Code V | 4. Securiti<br>n(A) or Dis<br>(D)<br>(Instr. 3, 4<br>Amount | posed   | of      | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)                      | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) |          |  |
| Common<br>Stock  | 03/26/2012                              |  |  | А  | 10,650<br>(1)   | A   | \$0     | 24,896  | 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)

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactio<br>Code<br>(Instr. 8) | 5.<br>onNumber<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) |                     | ate                | Secur | ınt of<br>rlying                       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secu<br>Bene<br>Owne<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|---|---|---|--|---|---------------------|--------------------|-------|--|---|--|
|   |   |   |   | Code V                                 | (A) (D)   | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |   |  |

# **Reporting Owners**

| Reporting Owner Name / Address                             | Relationships |           |         |       |  |  |  |
|--|---------------|-----------|---------|-------|--|--|--|
|  | Director      | 10% Owner | Officer | Other |  |  |  |
| YALE PHYLLIS R<br>14 MOON HILL ROAD<br>LEXINGTON, MA 02421 | Х             |           |         |       |  |  |  |
| Signatures   |               |           |         |       |  |  |  |
| Joseph L. Landenwich, attorney-in-fact                     |               | 03/27/20  | 12      |       |  |  |  |

\*\*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 will fully vest on 3/26/13.

### **Remarks:**

Exhibit List:

#### Exhibit 24 - Power of Attorney

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.