

DAVITA INC.
Form 8-K
June 22, 2018

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): June 18, 2018

DAVITA INC.
(Exact name of registrant as specified in its charter)

Delaware 1-14106 No. 51-0354549
(State or other jurisdiction (Commission (IRS Employer
of incorporation) File Number) Identification No.)
2000 16th Street
Denver, CO 80202
(Address of principal executive offices including Zip Code)
(303) 405-2100
(Registrant's telephone number, including area code)
Not applicable
(Former name or former address, if changed since last report)

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:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 240.425)
- 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))

Item 5.07. Submission of Matters to a Vote of Security Holders.

On June 18, 2018, the Company held its annual meeting of stockholders in Denver, Colorado. Represented in person or by proxy at the annual meeting were 151,273,233 shares of the Company's common stock, or 86.22% of its outstanding shares of common stock. The results of matters submitted to a stockholder vote at the annual meeting are as follows:

Item 1. Election of Directors.

Ten board nominees for director were elected by a majority of the votes cast for a term of one year or until their successors are duly elected and qualified. The voting results are as follows:

| Name of Nominee | For | Against | Abstain | Broker non-votes |
|-------------------|-------------|-----------|---------|------------------|
| Pamela M. Arway | 135,779,007 | 2,408,010 | 79,065 | 13,007,151 |
| Charles G. Berg | 137,099,368 | 1,077,190 | 89,524 | 13,007,151 |
| Barbara J. Desoer | 137,770,639 | 416,412 | 79,031 | 13,007,151 |
| Pascal Desroches | 136,275,658 | 1,907,716 | 82,708 | 13,007,151 |
| Paul J. Diaz | 135,592,872 | 2,585,261 | 87,949 | 13,007,151 |
| Peter T. Grauer | 132,553,785 | 4,828,199 | 884,098 | 13,007,151 |
| John M. Nehra | 136,294,231 | 1,882,291 | 89,560 | 13,007,151 |
| William L. Roper | 135,660,565 | 1,725,592 | 879,925 | 13,007,151 |
| Kent J. Thiry | 131,929,896 | 6,043,213 | 292,973 | 13,007,151 |
| Phyllis R. Yale | 136,890,267 | 1,183,633 | 192,182 | 13,007,151 |

Item 2. Ratification of appointment of independent registered public accounting firm.

The stockholders ratified the appointment of KPMG LLP as the Company's independent registered public accounting firm for 2018. The voting results are as follows:

| For | Against | Abstain |
|-------------|-----------|---------|
| 149,285,013 | 1,746,529 | 241,691 |

Item 3. Advisory vote to approve named executive officer compensation.

The proposal received the vote of a majority of the shares represented and entitled to vote at the meeting. The voting results are as follows:

| For | Against | Abstain | Broker non-votes |
|-------------|-----------|---------|------------------|
| 131,142,468 | 7,027,328 | 96,286 | 13,007,151 |

Item 4. Stockholder proposal regarding modification of proxy access bylaw.

The stockholder proposal received the vote of less than a majority of the shares represented and entitled to vote at the meeting. The voting results are as follows:

| For | Against | Abstain | Broker non-votes |
|------------|-------------|---------|------------------|
| 26,203,163 | 111,785,692 | 277,227 | 13,007,151 |



SIGNATURE

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.

DAVITA INC.

Date: June 22, 2018 By: /s/ Samantha A. Caldwell
Samantha A. Caldwell
Corporate Secretary