

**DAVITA INC.**  
**COMPLIANCE COMMITTEE CHARTER**

**I. Compliance Committee Purpose:**

The Compliance Committee (the “Committee”) is appointed by the Board of Directors (the “Board”) of DaVita Inc. (the “Company”) to assist the Board in fulfilling its oversight responsibilities in connection with legal and regulatory compliance, primarily as it relates to healthcare. The Committee’s primary duties and responsibilities are to:

- Be generally knowledgeable about compliance issues facing the healthcare industry.
- Together with the Audit Committee, assist the Board with oversight of enterprise risk management and healthcare legal and regulatory compliance. Specifically, the Committee shall work together with the Audit Committee as appropriate to ensure that the Company’s management appropriately identifies and manages key healthcare legal and compliance enterprise risks. The Committee has primary responsibility for oversight of healthcare regulatory and anti-corruption compliance requirements. The Audit Committee assists the Board with oversight of all other legal and regulatory requirements, including those that may have a material impact on the Company’s financial statements.
- Oversee the Company’s healthcare regulatory compliance program (“Compliance Program”), and monitor the Company’s performance under the Compliance Program.
- Provide an avenue of communication among (i) management, (ii) those persons responsible for the internal compliance function or for auditing of the internal compliance function, (iii) third parties that may be engaged by management and/or the Board or its committees to assess the internal compliance function, and (iv) the Board.

**II. Compliance Committee Composition and Meetings**

The Committee shall consist of two or more members appointed by, and who serve at the pleasure of, the Board. Each member of the Committee shall be an independent, non-executive director, free from any relationship that would interfere with the exercise of his or her independent judgment and in accordance with the independence requirements of the New York Stock Exchange Corporate Governance Listing Requirements, as amended from time to time.

The Board shall designate one of the members of the Committee as its Chair (the “Committee Chair”), and at least one member of the Committee shall, in the judgment of the Board, have a background in healthcare. To the extent practicable, the Committee’s membership should also include at least one member of the Audit Committee.

The Committee shall meet at least four times annually, and more frequently as circumstances may dictate. The Committee Chair will direct the preparation of or otherwise approve an agenda in advance of each meeting. A quorum for the transaction of business at any meeting of the Committee shall consist of a majority of the Committee members. The Committee will report regularly to the Board and may form and delegate authority to subcommittees consisting of one or more members when it deems appropriate.

### III. Compliance Committee Responsibilities and Duties

The responsibilities and duties of the Committee shall include the following:

1. Oversee, review and monitor the effectiveness of the Compliance Program and recommend modifications to the Board, as necessary or appropriate;
2. Review and oversee compliance with Federal healthcare program requirements and anti-corruption laws, rules and regulations;
3. Ensure proper communication of significant healthcare regulatory compliance issues to the Board;
4. Review significant healthcare regulatory compliance risk areas and the steps management has taken to monitor, control and report such compliance risk exposures;
5. Review and oversee the performance of the Chief Compliance Officer (including providing input to the Compensation Committee of the Board with respect to the compensation of the Chief Compliance Officer), the Management Compliance Committee and the Compliance Department;
6. Periodically evaluate new developments and current and emerging trends in regulation, legislation, public policy, compliance and enforcement that may affect companies in the healthcare industry;
7. Meet no less than four times per year in executive session with the Chief Compliance Officer to discuss, among other things, the Compliance Program and to receive an update on compliance activities initiated or completed during the quarter;
8. Periodically review the Company's Code of Conduct to ensure that it is adequate and up-to date. In coordination with the Audit Committee of the Board, as appropriate, review any violations of the Company's Code of Conduct by any Company executive officer, senior vice president or other person whose position is equivalent to or above a senior vice president and review, assess and/or recommend corrective action as the Committee determines necessary or appropriate;
9. Annually review and reassess the adequacy of this Charter, and submit any recommended changes to the Charter to the Board for approval;
10. Assess, at least annually, the performance of the Committee with respect to the responsibilities and duties specified in this Charter; and
11. Perform other activities consistent with this Charter, the Company's Bylaws, as amended, and applicable laws as the Committee or the Board deems necessary or appropriate.

The Committee has the authority to conduct and authorize any investigation into any matter within the scope of its responsibilities and shall have direct access to anyone in the Company, as well as any third party who may perform compliance related consulting services to the Company. The Committee has the authority to retain, at its sole discretion and at the Company's expense, outside compliance counsel, experts and consultants it deems necessary in the performance of its duties.

The Committee at its discretion may meet directly with third parties, including outside counsel, without the presence of management. Nothing in this Charter shall expand the duties and liabilities of any Company directors or officers beyond any duties and liabilities otherwise imposed by law, statutory or regulatory requirements, or rules of the New York Stock Exchange.

*Amended and Approved by the Board of Directors on December 4, 2019*