DAVITA INC.
NOMINATING AND GOVERNANCE COMMITTEE CHARTER

I. Nominating and Governance Committee Purposes

The Nominating and Governance Committee (the "Committee") is a committee of the Board of Directors (the "Board") of DaVita Inc. (the "Company"), appointed to assist the Board in fulfilling its oversight responsibilities in connection with Board composition and structure and the Company's governance policies and practices. The primary purposes of the Committee are to:

- Oversee the composition, structure, operation and evaluation of the Board;
- Establish and oversee the process for evaluating the independence, contribution, and effectiveness of incumbent Board members;
- In coordination with the Board, identify, evaluate and recommend for nomination, appointment or election to the Board, as and when appropriate, candidates to fill Board vacancies or to stand for election to the Board by the Company's stockholders;
- Recommend to the Board corporate governance principles and policies, and, in coordination with other Committees and/or the Board, as appropriate, monitor compliance with adopted principles and policies; and
- Establish and oversee procedures for stockholder communications with the Board.

II. Nominating and Governance Committee Composition and Meetings

The Committee shall be comprised of three or more directors appointed by the Board. The Committee members shall serve for such period as the Board may determine and any Committee member may be removed at any time upon the vote of a majority of the Board. Each member of the Committee, as determined by the Board, shall be independent in accordance with the New York Stock Exchange listing standards, as they may be modified from time to time. The Chief Executive Officer ("CEO") and other executives of the Company shall participate in meetings of the Committee at the Committee's request.

The director whom the Board has designated its lead independent director shall serve on the Committee and act as its Chair (the "Lead Independent Director"), unless and until the Board determines otherwise. The Committee Chair shall preside at meetings of the Committee. In the event the Committee Chair is not present at a meeting, the Committee members who are present shall designate one member of the Committee to serve as Committee Chair of that meeting.

The Committee shall hold meetings as and when it deems appropriate but shall meet not less than once each year. The Lead Independent Director will direct the preparation of or approve an agenda in advance of each meeting, and shall meet with the CEO and other Company executives as necessary to prepare materials for the Committee. 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. Nominating and Governance Committee Responsibilities and Duties

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

1. In coordination with the Board, identify and recommend to the Board for nomination, appointment or election, as and when appropriate, candidates qualified to stand for election to the Board by the Company's stockholders or to fill Board vacancies, consistent with criteria approved by the Board and with the Company's corporate governance principles and policies and giving due consideration to the candidate's experience, skills, perspectives, potential contribution to the Board and impact on the overall diversity of the Board. In making such recommendations, the Committee also shall consider the mix of different tenures, and take steps as may be appropriate to ensure that the Board maintains an openness to new ideas and a willingness to re-examine the status quo.

2. Make recommendations to the Board regarding the composition of the committees of the Board and the appointment of specific Board members to the committees, taking into consideration independence, financial expertise and other factors relevant to such appointments.

3. Evaluate from time to time the effectiveness of the Board and make recommendations to the Board regarding Board size and composition, giving consideration to changes in the Company's business, existing and anticipated corporate governance-related provisions of applicable laws and regulations, including Securities and Exchange Commission and New York Stock Exchange requirements, and best corporate governance practices.

4. Oversee the annual review of the Board and its committees against Board established performance criteria and best practices, which include attendance, preparedness, participation, and candor at Board and committee meetings and guidelines for competing time commitments when a Board member serves on multiple boards or committees.

5. Oversee continuing education of the Board and orientation of new Board members to the Company and its business.

6. With advice from the Company's Chief Legal Officer and, as appropriate, outside legal counsel, monitor emerging corporate governance trends and oversee the Company's corporate governance policies and programs, recommending changes to the Board, as appropriate.

7. Annually review the Company's corporate governance guidelines and recommend changes to the Board, as appropriate.

8. Review the Company's activities, policies and programs related to corporate environmental and social responsibility, including considering the impact of such activities, policies and programs on the Company, teammates and communities.

9. Monitor the Company's adherence to its corporate governance policies and procedures and to the corporate governance-related provisions of applicable laws and regulations, including the U.S. Securities and Exchange Commission and New York Stock Exchange requirements, and the Company's Bylaws.

10. Report to the Board after each Committee meeting, and more frequently as requested by the Board from time to time.

11. Annually review and reassess the adequacy of this Charter, and the Committee's performance of the responsibilities and duties set forth herein, and submit recommended revisions to the Charter to the Board for approval.

12. Perform any other activities consistent with this Charter, the Company's Bylaws and governance principles and policies, and applicable laws, as the Committee or the Board shall deem necessary or appropriate.

In carrying out its responsibilities and duties, the Committee shall have the authority to conduct any investigation it deems necessary or appropriate in fulfilling its responsibilities, and in connection therewith, shall have direct access to all Company employees. The Committee shall have the ability to retain, at the Company's expense, independent candidate-search firms, legal counsel, and other experts as it deems necessary in the performance of its duties. The Committee shall have the sole authority to approve any such advisor's fees and to approve and agree to any other necessary retention terms, and all such advisors shall report directly to the Committee. The Committee shall have final responsibility for selecting candidates for recommendation to the Board. The Committee shall have the authority, at its discretion, to delegate any of its duties and responsibilities to a subcommittee comprised of one or more members of the Committee.

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