

SELECT MEDICAL HOLDINGS CORP
Form 8-K
April 25, 2011

**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): April 25, 2011

SELECT MEDICAL HOLDINGS CORPORATION

SELECT MEDICAL CORPORATION

(Exact name of registrant as specified in its charter)

**Delaware
Delaware**

**001-34465
001-31441**

**20-1764048
23-2872718**

(State or other jurisdiction
of incorporation)

(Commission File Number)

(IRS Employer Identification No.)

**4714 Gettysburg Road, P.O. Box 2034
Mechanicsburg, PA**

17055

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: **(717) 972-1100**

(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 230.425)
 - 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))
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Item 8.01 Other Events

On April 25, 2011, Select Medical Holdings Corporation issued a press release announcing that Select Medical Corporation had commenced a cash tender offer for any and all of its \$611,500,000 aggregate principal amount of 7⁵/₈% Senior Subordinated Notes due 2015 (the Notes) and a related consent solicitation to amend the indenture relating to the Notes. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

| Exhibit Number | Description |
|----------------|--|
| 99.1 | Press Release, dated April 25, 2011, announcing commencement of tender offer for 7 ⁵ / ₈ % Senior Subordinated Notes due 2015. |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

SELECT MEDICAL HOLDINGS
CORPORATION
SELECT MEDICAL CORPORATION

Date: April 25, 2011

By: /s/ Michael E. Tarvin
Michael E. Tarvin
Executive Vice President, General
Counsel and Secretary

EXHIBIT INDEX

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