

Addus HomeCare Corp
Form 8-K
April 26, 2017

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 AND EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): April 26, 2017 (April 21, 2017)

ADDUS HOMECARE CORPORATION
(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or other Jurisdiction
of Incorporation)

001-34504
(Commission
File Number)

20-5340172
(IRS Employer
Identification No.)

2300 Warrenville Rd.,

Downers Grove, IL
(Address of Principal Executive Offices)

(630) 296-3400

60515
(Zip Code)

(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 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))
Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 4.01. Change in Registrant's Certifying Accountant

Previous independent registered public accounting firm

On April 21, 2017, Addus HomeCare Corporation (the Company) notified BDO USA, LLP (BDO) that BDO had been dismissed as the Company's principal independent registered public accounting firm effective upon the date (the Effective Date) of filing for the Company's Form 10-Q for the three months ended March 31, 2017. The Audit Committee of the Board of Directors (the Audit Committee) of the Company approved the dismissal of BDO.

The reports of BDO on the audited consolidated financial statements of the Company for the years ended December 31, 2016 and 2015 did not contain an adverse opinion or a disclaimer of opinion and were not qualified or modified as to uncertainty, audit scope, or accounting principles.

During the years ended December 31, 2016 and 2015 and through April 25, 2017, there were no disagreements with BDO on any matter of accounting principles or practices, financial statement disclosures, or auditing scope or procedure, which disagreement(s), if not resolved to the satisfaction of BDO, would have caused it to make reference thereto in its reports on the audited consolidated financial statements of the Company for such years. During the years ended December 31, 2016 and 2015, and through April 25, 2017, there were no reportable events as defined under Item 304(a)(1)(v) of Regulation S-K, except for the material weakness reported on the Company's Annual Report on Form 10-K for the year-ended December 31, 2015 and Quarterly Reports on Form 10-Q for the quarterly periods ended March 31, June 30, and September 30 of 2016 related to (a) the segregation of duties, user access, and monitoring and review controls related to billable and non-billable transactions, (b) validating the completeness and accuracy of underlying data used in the operation of monitoring controls and (c) review of new hires, terminations and payroll changes. The material weaknesses identified in clauses (a) through (c) above were remediated during the quarter ended December 31, 2016.

Pursuant to Item 304(a)(3) of Regulation S-K, the Company provided BDO with a copy of the disclosures it is making herein and requested that BDO furnish the Company with a letter addressed to the Securities and Exchange Commission (the SEC) stating whether it agrees with the above statements. A copy of BDO's letter to the SEC dated April 25, 2017 is attached as Exhibit 16.1 to this report. Following the Effective Date, the Company intends to file an amendment to this Form 8-K (the Form 8-K/A) to provide disclosure required by this Item 4.01 with respect to the period between April 25, 2017 and the Effective Date. The Company will provide BDO with a copy of the disclosures in the Form 8-K/A and will request that BDO furnish it with a letter addressed to the Securities and Exchange Commission stating whether or not it agrees with the Company's statements in Item 4.01 to the Form 8-K/A.

New independent registered public accounting firm

On April 25, 2017 (the Engagement Date), the Company engaged Ernst & Young LLP (EY) as its independent registered public accounting firm for the Company's fiscal year ended December 31, 2017. The decision to engage EY as the Company's independent registered public accounting firm was approved by the Audit Committee.

During the years ended December 31, 2016 and 2015, and through the Engagement Date, neither the Company, nor anyone on its behalf, consulted EY regarding (i) the application of accounting principles to a specified transaction, either completed or proposed, or the type of audit opinion that might be rendered with respect to the audited consolidated financial statements of the Company, and no written report was provided to the Company or oral advice was provided that EY concluded was an important factor considered by the Company in reaching a decision as to the accounting, auditing or financial reporting issue; or (ii) any matter that was the subject of a disagreement (as defined in Item 304(a)(1)(iv) of Regulation S-K and the related instructions) or a reportable event (as described in Item 304(a)(1)(v) of Regulation S-K).

Item 9.01. Financial Statements and Exhibits

(d) Exhibits:

Exhibit

| No. | Description |
|------------|--|
| 16.1 | Letter from BDO USA, LLP, dated April 25, 2017, regarding change in certifying accountant. |

SIGNATURES

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.

ADDUS HOMECARE CORPORATION

Dated: April 26, 2017

By: /s/ Brian Poff
Name: Brian Poff
Title: Chief Financial Officer

Exhibit Index

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