

SELECT MEDICAL CORP
Form 8-K
February 04, 2005

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 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): February 3, 2005

SELECT MEDICAL CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
Incorporation)

000-32499
(Commission File Number)

23-2872718
(I.R.S. Employer
Identification No.)

4716 Old Gettysburg Road, P.O. Box 2034, Mechanicsburg, PA 17055

(Address of principal executive offices) (Zip Code)

(717) 972-1100

(Registrant's telephone number, including area code)

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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PRESS RELEASE

PRESS RELEASE

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Item 8.01 Other Events

On February 3, 2005, Select Medical Corporation (the Company) issued a press release announcing that the consent solicitation commenced in connection with the cash tender offer to purchase any and all of its outstanding \$175 million principal amount of 9 1/2% Senior Subordinated Notes due 2009 and the consent solicitation commenced in connection with the cash tender offer to purchase any and all of its outstanding \$175 million principal amount of 7 1/2% Senior Subordinated Notes due 2013 each had expired at 5:00 p.m., New York City time, on February 2, 2005. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Also on February 3, 2005, the Company issued a press release announcing that it had priced its offering of \$660 million aggregate principal amount of Senior Subordinated Notes due 2015. A copy of the press release is attached hereto as Exhibit 99.2 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits.

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|---|
| 99.1 | Select Medical Corporation Press Release, dated February 3, 2005. |
| 99.2 | Select Medical Corporation Press Release, dated February 3, 2005. |

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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, thereunto duly authorized.

SELECT MEDICAL CORPORATION

Date: February 3, 2005

By: /s/ Michael E. Tarvin

Michael E. Tarvin
Senior Vice President, General Counsel and
Secretary

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