

MOLINA HEALTHCARE INC  
Form 8-K  
February 11, 2013

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

\_\_\_\_\_  
FORM 8-K  
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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 11, 2013

\_\_\_\_\_  
MOLINA HEALTHCARE, INC.  
(Exact name of registrant as specified in its charter)

Delaware  
(State of Incorporation)

1-31719  
(Commission  
File Number)

13-4204626  
(IRS Employer  
Identification No.)

200 Oceangate, Suite 100, Long Beach, California 90802  
(Address of principal executive offices)

Registrant's telephone number, including area code: (562) 435-3666

\_\_\_\_\_  
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 (see General Instruction A.2. below):

- Written communication 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))



Item 8.01 Other Events

On February 11, 2013, Molina Healthcare, Inc. (the “Company”) issued a press release announcing it intends to privately offer, subject to market and other conditions, \$325 million aggregate principal amount of cash convertible senior notes due January 2020. The notes are to be offered and sold only to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933, as amended. The Company also expects to grant the initial purchasers of the notes an option to purchase up to an additional \$50 million aggregate principal amount of such notes, solely to cover over-allotments, if any. The full text of the press release is attached as Exhibit 99.1.

Item 9.01 Exhibits

Exhibit No.	Description
99.1	Press release of Molina Healthcare, Inc. issued February 11, 2013.

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 hereunto duly authorized.

MOLINA HEALTHCARE, INC.

Date: February 11, 2013

By: /s/ Jeff D. Barlow  
Jeff D. Barlow  
Sr. Vice President – General Counsel, and  
Secretary

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EXHIBIT INDEX

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