

SELECT MEDICAL HOLDINGS CORP

Form 8-K

February 23, 2012

**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): February 23, 2012**

**SELECT MEDICAL HOLDINGS CORPORATION**

**SELECT MEDICAL CORPORATION**

(Exact name of registrant as specified in its charter)

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|  |   |   |
|--|---|---|
| <b>Delaware</b>  | <b>001-34465</b>                                | <b>20-1764048</b>   |
| <b>Delaware</b><br>(State or other jurisdiction<br>of incorporation) | <b>001-31441</b><br>(Commission<br>File Number) | <b>23-2872718</b><br>(IRS Employer<br>Identification No.) |

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

**Mechanicsburg, PA 17055**  
(Address of principal executive offices, including 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 (see General Instruction A.2. below):

- .. 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))

**Item 2.02 Results of Operations and Financial Condition**

On February 23, 2012, Select Medical Holdings Corporation issued a press release announcing its financial results for its fourth quarter and year ended December 31, 2011. A copy of that press release and the attached financial schedules are attached as Exhibit 99.1 to this report and incorporated herein by reference.

The information in this report (including Exhibit 99.1) is being furnished pursuant to Item 2.02 and shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the Exchange Act) or otherwise subject to the liabilities of that section, nor shall it be deemed to be incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

| <b>Exhibit Number</b> | <b>Description</b>  |
|-----------------------|---|
| 99.1                  | Press Release, dated February 23, 2012, announcing financial results for the fourth quarter and year ended December 31, 2011. |

**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: February 23, 2012

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

EXHIBIT INDEX

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