

ALERE INC.
Form 8-K/A
November 06, 2015

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

FORM 8-K/A
Amendment No. 1

CURRENT REPORT

Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 4, 2015

ALERE INC.

(Exact name of registrant as specified in charter)

Delaware
(State or Other Jurisdiction

of Incorporation)

1-16789
(Commission

File Number)

04-3565120
(IRS Employer

Identification No.)

Edgar Filing: ALERE INC. - Form 8-K/A

51 Sawyer Road, Suite 200, Waltham, Massachusetts 02453

(Address of Principal Executive Offices) (Zip Code)

(781) 647-3900

(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 (*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))

Explanatory Note

This Amendment No. 1 on Form 8-K/A (this Form 8-K/A) amends the Current Report on Form 8-K of Alere Inc., dated November 4, 2015 (the Original Form 8-K). This Form 8-K/A is being filed to make corrections relating to the allocation of cost of net revenue between segments included in the non-GAAP reconciliation statements included in Exhibit 99.1 to the Original Form 8-K, as described in more detail in Item 2.02 below.

Item 2.02. Results of Operations and Financial Condition.

On November 4, 2015, Alere Inc. (the Company) announced its financial results for the fiscal quarter ended September 30, 2015. The press release issued in connection with the announcement, which was furnished as Exhibit 99.1 to the Original Form 8-K, contained errors to the table captioned Reconciliations of Gross Profit/Margin to Non-GAAP Adjusted Gross Profit/Margin Professional Diagnostics Segment for the three months ended September 30, 2015. Specifically, the following adjustments are being made to that table (amount in thousands):

	Amounts reported in Original Form 8-K		Corrected Amounts
Cost of net revenue	\$	292,156	\$ 308,976
Non-GAAP adjusted cost of net revenue	\$	275,174	\$ 291,994
Non-GAAP adjusted gross profit	\$	305,254	\$ 288,434
Non-GAAP adjusted gross margin		52.6%	49.7%

The following is this table presented in its entirety:

	Three Months Ended September 30, 2014 ⁽¹⁾		Three Months Ended June 30, 2015		Three Months Ended September 30, 2015		
Professional Diagnostics Segment							
Net product sales and services revenue	\$	628,012	\$	598,817	\$	579,998	
Adjustment related to acquired software license contracts		324		200		430	
Non-GAAP adjusted net product sales and services revenue		628,336		599,017		580,428	
Cost of net revenue		329,013		312,068		308,976	
Less adjustments:							
Amortization of acquisition-related intangible assets		15,659		13,112		16,133	
Stock-based compensation expense		291		287		326	
Restructuring charges		5,654		897		523	
Non-GAAP adjusted cost of net revenue		307,409		297,772		291,994	
Non-GAAP adjusted gross profit/margin	\$	320,927	51.1%	\$ 301,245	50.3%	\$ 288,434	49.7%

Note:

(1) Restated to reflect the impact of discontinued operations and the impact of a change in segment reporting
The information provided under this Form 8-K/A (including Exhibit 99.1) is furnished and shall not be deemed 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 incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such a filing.

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.

ALERE INC.

Date: November 5, 2015

By: /s/ James F. Hinrichs

Name: James F. Hinrichs

Title: Executive Vice President & Chief Financial Officer

- 3 -