

SELECT MEDICAL HOLDINGS CORP  
Form 8-K  
April 25, 2011

**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): April 25, 2011**

**SELECT MEDICAL HOLDINGS CORPORATION**

**SELECT MEDICAL CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware  
Delaware**

**001-34465  
001-31441**

**20-1764048  
23-2872718**

(State or other jurisdiction  
of incorporation)

(Commission File Number)

(IRS Employer Identification No.)

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

**17055**

(Address of principal executive offices)

(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:

- 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 8.01 Other Events**

On April 25, 2011, Select Medical Holdings Corporation issued a press release announcing that Select Medical Corporation had commenced a cash tender offer for any and all of its \$611,500,000 aggregate principal amount of 7<sup>5</sup>/<sub>8</sub>% Senior Subordinated Notes due 2015 (the Notes ) and a related consent solicitation to amend the indenture relating to the Notes. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

Exhibit Number	Description
99.1	Press Release, dated April 25, 2011, announcing commencement of tender offer for 7 <sup>5</sup> / <sub>8</sub> % Senior Subordinated Notes due 2015.

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**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: April 25, 2011

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

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EXHIBIT INDEX

**Exhibit Number**

**Description**

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