

SELECT MEDICAL HOLDINGS CORP  
Form 8-K  
May 18, 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): May 17, 2011**

**SELECT MEDICAL HOLDINGS CORPORATION  
SELECT MEDICAL CORPORATION**  
(Exact name of registrant as specified in its charter)

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

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

**17055**  
(Zip Code)

(Address of Principal Executive Offices)

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 May 17, 2011, Select Medical Holdings Corporation issued a press release announcing that in connection with the previously announced cash tender offer and consent solicitation by Select Medical Corporation ( Select ) for any and all of Select s \$611,500,000 aggregate principal amount of 7<sup>7</sup>/<sub>8</sub>% Senior Subordinated Notes due 2015 (the Notes ), pursuant to the Offer to Purchase and Consent Solicitation dated April 25, 2011, Select is extending the expiration date of the tender offer and modifying certain other terms of the tender offer and consent solicitation. A copy of the press release announcing such modifications 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 May 17, 2011, announcing modifications to terms of tender offer for 7 <sup>5</sup> / <sub>8</sub> % Senior Subordinated Notes due 2015.

**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: May 17, 2011

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

EXHIBIT INDEX

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press Release, dated May 17, 2011, announcing modifications to terms of tender offer for 7 <sup>5</sup> / <sub>8</sub> % Senior Subordinated Notes due 2015.