

LHC Group, Inc
Form 8-K
June 07, 2006

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**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): June 5, 2006
LHC GROUP, INC.
(Exact Name of Registrant as Specified in Charter)**

Delaware

8082

71-0918189

(State or Other Jurisdiction
of Incorporation)

(Commission File Number)

(I.R.S. Employer
Identification No.)

**420 West Pinhook Rd., Suite A
Lafayette, LA 70503**

(Address of Principal Executive Offices, including Zip Code)

(337) 233-1307

(Registrant's telephone number, including area code)

N/A

(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))
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Item 1.01 Entry into a Material Definitive Agreement

On June 5, 2006, LHC Group, Inc. (the Company), entered into a Separation Agreement, General Release of All Claims and Covenant Not to Sue (the Separation Agreement) with R. Barr Brown. Mr. Brown announced his resignation as Senior Vice President and Chief Financial Officer on March 31, 2006. The Separation Agreement provides Mr. Brown with compensation at his current salary and bonus rates from the date of separation, July 1, 2006, through September 30, 2006. Mr. Brown will also continue to receive certain other health and welfare benefits through September 30, 2006.

The above description of the Separation Agreement is a summary and is qualified in its entirety by the Separation Agreement itself, which is filed as Exhibit 10.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers

On June 5, 2006, the Company announced the appointment of Ambassador Nancy Goodman Brinker to the Company's Board of Directors. Ambassador Brinker will fill the vacancy created by the previously announced resignation of Mr. Brown from the Board of Directors. The appointment of Ambassador Brinker and resignation of Mr. Brown will be effective immediately following the Company's annual meeting of stockholders, to be held on June 13, 2006.

Item 9.01 Financial Statements and Exhibits

A copy of the Separation Agreement is attached as Exhibit 10.1 to this Current Report on Form 8-K and is incorporated herein by reference.

A copy of the Company's press release concerning Ms. Brinker's appointment is attached as Exhibit 99.1 to this Current Report on Form 8-K.

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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.

LHC GROUP, INC.

By: /s/ Barry E. Stewart
Barry E. Stewart
Senior Vice President and Chief
Financial Officer

Dated: June 7, 2006

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EXHIBIT NO. DESCRIPTION

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|------|--|
| 10.1 | Separation Agreement, General Release of All Claims and Covenant Not to Sue by and between LHC Group, Inc. and R. Barr Brown, dated June 5, 2006 |
| 99.1 | Press Release announcing the appointment of Ambassador Nancy Goodman Brinker to the LHC Group, Inc. Board of Directors, dated June 5, 2006 |

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