

LAIDLAW INTERNATIONAL INC

Form 8-K

June 02, 2005

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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: **June 1, 2005**  
(Date of earliest event reported)

**LAIDLAW INTERNATIONAL, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State of  
Incorporation)

**000-13109**  
(Commission File Number)

**98-0390488**  
(IRS Employer  
Identification No.)

**55 Shuman Boulevard, Suite 400**  
**Naperville, Illinois 60563**  
(Address of principal executive offices, including zip code)

**(630) 848-3000**  
(Registrant's telephone number, including area code)

Check the appropriate box 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 7.01 Regulation FD Disclosure**

On June 1, 2005, Laidlaw International, Inc. (the Company ) issued a press release announcing a comprehensive plan to recapitalize its balance sheet. The plan includes:

Commencement of a cash tender offer for all of the Company's outstanding 10<sup>3</sup>/<sub>4</sub>% senior notes due 2011 (the Offer to Purchase and Consent Solicitation Statement is furnished as part of this current report on Form 8-K as Exhibit 20.1 and is incorporated by reference);

Redemption of \$150 million Greyhound Lines, Inc. \$150 million senior notes due 2007 and approximately \$5 million Greyhound Lines, Inc. 8 <sup>1</sup>/<sub>2</sub>% convertible debentures due 2007; and

Replacement of the Company's current revolving credit facility with a new \$600 million senior credit facility.

Copies of the press releases are furnished as a part of this current report on Form 8-K as Exhibit 99.1 and Exhibit 99.2. and are incorporated herein in their entirety by reference.

**Item 9.01 Financial Statements and Exhibits**

(c) Exhibits

22.1 Offer to Purchase and Consent Solicitation Statement

99.1 Press Release dated June 1, 2005, entitled Laidlaw International Transforms Balance Sheet

99.2 Press Release dated June 1, 2005, entitled Laidlaw International Announces Cash Tender Offer and Consent Solicitation for All Outstanding 10.75% Senior Notes Due 2011

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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.

Dated: June 1, 2005

LAIDLAW INTERNATIONAL, INC.

By: /s/ Jeffrey W. Sanders

Name: Jeffrey W. Sanders

Title: Vice President, Corporate  
Development and Controller

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**Exhibit Index**

<b>Exhibit No.</b>	<b>Description</b>
22.1	Offer to Purchase and Consent Solicitation Statement
99.1	Press Release dated June 1, 2005, entitled Laidlaw International Transforms Balance Sheet
99.2	Press Release dated June 1, 2005, entitled Laidlaw International Announces Cash Tender Offer and Consent Solicitation for All Outstanding 10.75% Senior Notes Due 2011