

LHC Group, Inc
Form 8-K
February 01, 2010

**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) **February 1, 2010**

LHC Group

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

8082
(Commission File Number)

71-0918189
(IRS Employer Identification No.)

420 West Pinhook Rd., Suite A, Lafayette, LA
(Address of principal executive offices)

70503
(Zip Code)

Registrant's telephone number, including area code: **(337) 233-1307**

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))

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

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On February 1, 2010, the Company announced the appointment of Kenneth Thorpe, Ph.D. to the Company's Board of Directors. Dr. Thorpe will serve on the Quality Committee of the Board of Directors. The appointment of Dr. Thorpe was effective as of February 1, 2010.

In connection with his service as a director, Dr. Thorpe will receive the Company's standard non-employee director cash and equity compensation in accordance with our non-employee directors compensation plan.

On the date of his appointment, Dr. Thorpe entered into the Company's standard form of director Indemnification Agreement. Pursuant to this agreement, subject to the exceptions and limitations provided therein, the Company has agreed to hold harmless and indemnify Dr. Thorpe to the fullest extent authorized by the Company's certificate of incorporation, bylaws and Delaware law. The foregoing description is qualified in its entirety by the full text of the form of Indemnification Agreement, which was filed as Exhibit 10.10 to the Company's Form S-1/A filed on February 14, 2005 and is incorporated by reference herein.

Certain matters discussed in this Current Report on Form 8-K constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, such as statements about the impact of the acquisition on LHC Group's earnings. Forward-looking statements involve a number of risks and uncertainties that may cause actual results to differ materially from those expressed or implied by such forward-looking statements, including changes in reimbursement, changes in government regulations, changes in relationships with referral sources, increased competition for LHC Group's services, increased competition for joint venture and acquisition candidates, changes in the interpretation of government regulations, and other risks set forth in Item 1A. Risk Factors in LHC Group's Annual Report on Form 10-K for the year ended December 31, 2008, filed with the Securities and Exchange Commission. LHC Group undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

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

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

| <u>EXHIBIT NO.</u> | <u>DESCRIPTION</u> |
|--------------------|---|
| 99.1 | Press Release announcing the appointment of Kenneth Thorpe, Ph.D. to the LHC Group, Inc. Board of Directors, dated February 1, 2010 |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LHC Group

(Registrant)

/s/ **PETER J. ROMAN**

February 1, 2010

(Date)

Peter J. Roman

Executive Vice President and Chief Financial Officer

INDEX TO EXHIBITS

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