

U S PHYSICAL THERAPY INC /NV

Form 8-K

August 25, 2016

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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): August 25, 2016

U.S. PHYSICAL THERAPY, INC.

(Exact name of registrant as specified in its charter)

Nevada                                      1-11151                      76-0364866  
(State or other jurisdiction              (Commission (I.R.S. Employer  
of incorporation or organization)      File Number)      Identification No.)

1300 West Sam Houston Parkway South,      77042  
Suite 300, Houston, Texas  
(Address of Principal Executive Offices)      (Zip Code)  
Registrant's telephone number, including area code: (713) 297-7000

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 ( [see](#) General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12(b) under the Exchange Act (17 CFR 240.14a-12(b))

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 7.01 Regulation FD Disclosure.

On August 25, 2016 – U.S. Physical Therapy, Inc. (NYSE: USPH), a national operator of outpatient physical therapy clinics (the “Company”), today announced that its Chief Executive Officer, Chris Reading, will present at the 2016 Midwest IDEAS Investor Conference on Wednesday, August 31, 2016. The presentation will cover an overview of the Company. The conference is being held at the Hard Rock Hotel, Chicago, Illinois.

A copy of the updated presentation is posted on the Company's website, [www.usph.com](http://www.usph.com).

The investor presentation contains a non-GAAP financial measure as defined under Regulation G of the rules and regulations of the SEC. This non-GAAP financial measure contained in the presentation includes a presentation of Adjusted EBITDA. Adjusted EBITDA equals Net Income before interest, taxes, depreciation and amortization and equity compensation expense. See the last pages of the investor presentation which includes a reconciliation of Net Income to Adjusted EBITDA. Management believes providing this non-GAAP financial measurement to investors is useful information for comparing the Company's period-to-period results.

Pursuant to the rules of the Securities and Exchange Commission, the information contained in this report shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and will not be incorporated by reference into any filings by the Company under such Act or the Securities Act of 1933, as amended.

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Item 9.01 FINANCIAL STATEMENTS AND EXHIBITS

Exhibits Description of Exhibits

99.1 Registrant's press release dated August 25, 2016 – U.S. Physical Therapy to Present at the 2016 Midwest IDEAS Investor Conference. \*\*

\*\* Furnished herewith.

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.

U.S. PHYSICAL THERAPY, INC.

Dated: August 25, 2016 By: /s/ LAWRENCE W. MCAFEE  
Lawrance W. McAfee  
Chief Financial Officer  
(duly authorized officer and principal financial  
and accounting officer)