

MOLINA HEALTHCARE INC
Form 8-K
November 24, 2015

**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): November 24, 2015

MOLINA HEALTHCARE, INC.
(Exact name of registrant as specified in its charter)

Delaware **1-31719** **13-4204626**
(State of incorporation) (Commission File Number) (I.R.S. Employer Identification Number)

200 Oceangate, Suite 100, Long Beach, California 90802
(Address of principal executive offices)
Registrant's telephone number, including area code: (562) 435-3666

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 7.01. Regulation FD Disclosure.

On November 24, 2015, the Company announced that its wholly owned subsidiary Molina Healthcare of Michigan, Inc. has entered into a definitive agreement to acquire certain assets of the Medicaid and MICHild businesses of HAP Midwest Health Plan, Inc. As part of the transaction, Molina Healthcare of Michigan will assume certain assets related to HAP Midwest's Medicaid and MICHild businesses in Regions 9 and 10 of the State of Michigan, as well as certain provider agreements. Subject to regulatory approvals and the satisfaction of customary closing conditions, the closing of the transaction is expected to coincide with the start of Molina Healthcare of Michigan's new managed care contract with the State of Michigan for the Comprehensive Health Care Program on January 1, 2016. The full text of the press release is included as Exhibit 99.1 to this report.

Note: The information furnished herewith pursuant to Item 7.01 of this current report shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, and shall not be incorporated by reference into any registration statement or other document filed by the Company under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits:

Exhibit

No. Description

99.1 Joint press release of Molina Healthcare, Inc. and HAP Midwest Health Plan, Inc., issued November 24, 2015, regarding the definitive agreement to acquire certain assets of the Medicaid and MICHild businesses of HAP Midwest Health Plan, Inc.

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.

MOLINA
HEALTHCARE, INC.

Date: November 24, 2015 By: */s/ Jeff D. Barlow*
Jeff D. Barlow
Chief Legal Officer and
Secretary

EXHIBIT INDEX

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