

SUNLINK HEALTH SYSTEMS INC

Form 8-K

October 14, 2005

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**  
**Securities and Exchange Act of 1934**

**Date of Report (Date of earliest event reported) October 12, 2005**

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**SUNLINK HEALTH SYSTEMS, INC.**

**(Exact Name Of Registrant As Specified In Charter)**

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**Ohio**  
**(State or other Jurisdiction**

**of Incorporation)**

**1-12607**  
**(Commission File Number)**

**31-0621189**  
**(IRS Employer**

**Identification No.)**

**900 Circle 75 Parkway, Suite 1120, Atlanta, Georgia 30339**

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(Address of principal executive offices) (Zip Code)

**Registrant's telephone number, including area code (770) 933-7000**

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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 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 8.01 Other Events**

On October 12, 2005, SunLink Health Systems, Inc. ( SunLink ) issued a press release announcing it had received an unsolicited offer from North Atlantic Value, LLP and its affiliates to acquire SunLink in a transaction in which SunLink's stockholders would receive \$10.25 per share in cash; a copy of such press release is attached as Exhibit 99.1 to this report.

The disclosure in this Current Report, including the Exhibit attached hereto, of any information (financial or otherwise) does not constitute an admission that such information is material.

**Item 9.01. Financial Statements and Exhibits.**

a. Not applicable.

b. Not applicable.

c. Exhibits. The following exhibits are filed with this report:

Exhibit 99.1 SunLink Health Systems, Inc. Press Release dated October 12, 2005.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

SUNLINK HEALTH SYSTEMS, INC.

By:           /s/ MARK J. STOCKSLAGER          

Name: Mark J. Stockslager

Title: Principal Accounting Officer

Dated: October 14, 2005

EXHIBIT INDEX

| <u>EXHIBIT NO.</u> | <u>DESCRIPTION</u>  |
|--------------------|---|
| 99.1               | SunLink Health Systems, Inc. Press Release dated October 12, 2005 |