

COMPUTER PROGRAMS & SYSTEMS INC
Form 8-K
May 03, 2019

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): May 3, 2019

COMPUTER PROGRAMS AND SYSTEMS, INC.

(Exact Name of Registrant as Specified in Charter)

| | | |
|-------------------------------------|---|---|
| Delaware (State of | 000-49796 (Commission | 74-3032373 (IRS Employer |
| Incorporation) | File Number) 6600 Wall Street, Mobile, Alabama 36695 | Identification No.) |

(Address of Principal Executive Offices, including Zip Code)

(251) 639-8100

(Registrant's telephone number, including area code)

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 communication 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))
Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Securities registered pursuant to Section 12(b) of the Exchange Act:

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|---|------------------------------|--|
| Common Stock, par value \$.001 per share | CPSI | The NASDAQ Stock Market LLC |

Item 7.01 Regulation FD Disclosure.

On May 3, 2019, Computer Programs and Systems, Inc. (the Company) closed its acquisition of iNetXperts, Corp., a Maryland corporation doing business as Get Real Health (Get Real Health). As disclosed in the Company s Current Report on Form 8-K filed with the Securities and Exchange Commission on April 24, 2019, the Company s acquisition of Get Real Health was effected pursuant to a Stock Purchase Agreement dated April 23, 2019 by and among the Company, Get Real Health, the stockholders of Get Real Health (the Sellers) and Kevin M. Plessner, in his capacity as a representative of the Sellers. As a result of the acquisition, Get Real Health has become a wholly-owned subsidiary of the Company.

The information contained in this Item 7.01 shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall it be incorporated by reference into any registration statement or other filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing. The information included in this Current Report on Form 8-K under this Item 7.01 will not be deemed an admission as to the materiality of any information required to be disclosed solely to satisfy the requirements of Regulation FD.

SIGNATURES

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.

COMPUTER PROGRAMS AND SYSTEMS, INC.

Date: May 3, 2019

By: /s/ J. Boyd Douglas
J. Boyd Douglas
President and Chief Executive Officer