

PATTERSON COMPANIES, INC.

Form 8-K

February 23, 2017

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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 23, 2017

PATTERSON COMPANIES, INC.  
(Exact Name of Registrant as Specified in Its Charter)

Minnesota                      0-20572              41-0886515  
(State or Other Jurisdiction (Commission (IRS Employer  
of Incorporation)              File Number) Identification No.)  
1031 Mendota Heights Road  
St. Paul, Minnesota 55120  
(Address of Principal Executive Offices, including Zip Code)  
(651) 686-1600  
(Registrant's Telephone Number, including Area Code)

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 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On February 23, 2017, Patterson Companies, Inc. issued a press release announcing its financial results for the third quarter of fiscal year 2017 ended January 28, 2017. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference herein.

Item 2.06 MATERIAL IMPAIRMENTS

As disclosed in the press release attached hereto as Exhibit 99.1, based on its decision not to extend sales exclusivity for the CEREC product component of its distribution arrangement with Sirona, Patterson Companies, Inc. recorded a pre-tax non-cash impairment charge of \$36.3 million, or \$23.0 million after taxes or \$0.24 per diluted share, in its fiscal 2017 third quarter. As previously disclosed, management reviewed this conclusion with the Audit Committee on November 18, 2016.

Item 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d) EXHIBITS

99.1 Press release of Patterson Companies, Inc., dated February 23, 2017.

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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.

PATTERSON COMPANIES, INC.

Date: February 23, 2017    By: /s/ Ann B. Gugino  
Ann B. Gugino

Executive Vice President, Chief Financial Officer and Treasurer

(Principal Financial and Accounting Officer)

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EXHIBIT INDEX

| Exhibit<br>Number | Description  |
|-------------------|--|
| 99.1              | Press release of Patterson Companies, Inc., dated February 23, 2017. |