

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 10, 2020

AMN HEALTHCARE SERVICES, INC.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	001-16753 (Commission File Number)	06-1500476 (I.R.S. Employer Identification No.)
8840 Cypress Waters Boulevard, Suite 300 Dallas, Texas 75019		
(Address of principal executive offices) (Zip Code)		
(866) 871-8519		
(Registrant's Telephone Number, Including Area Code)		
NOT APPLICABLE		
(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 (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))

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.01 per share	AMN	NYSE

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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.

Item 8.01. Other Events.

On August 10, 2020, AMN Healthcare Services, Inc. (the “Company”) announced the unregistered offering by AMN Healthcare, Inc. (“Issuer”) of an additional \$150 million aggregate principal amount of its 4.625% Senior Notes due 2027 (the “New Notes”). On August 10, 2020, the Company announced the pricing of \$200 million aggregate principal amount of the New Notes, which represents an increase of \$50 million from the aggregate principal amount previously disclosed. The New Notes will be issued under the existing indenture, dated as of October 1, 2019 (as supplemented, the “Indenture”), under which the Issuer previously issued \$300 million aggregate principal amount of its 4.625% Senior Notes due 2027 (the “Existing Notes”). The New Notes will be treated as a single series with the Existing Notes and will have the same terms (other than issue price, issue date and the date from which interest accrues) as those of the Existing Notes. The New Notes and the Existing Notes will vote as one class under the Indenture. Further, the New Notes will have the same CUSIP number as, and be fungible for trading purposes with, the Existing Notes (except that the New Notes issued pursuant to Regulation S under the Securities Act of 1933, as amended (the “Securities Act”), will trade separately under a different CUSIP number until 40 days after the issue date of the New Notes, but thereafter any holders of any such New Notes may transfer the New Notes issued pursuant to Regulation S under the Securities Act into the same CUSIP number as the Existing Notes held under the Regulation S CUSIP number).

Copies of the press releases announcing the offering and pricing of the New Notes are filed as Exhibit 99.1 and Exhibit 99.2 hereto, respectively, each of which is incorporated by reference herein.

This Current Report does not constitute an offer to sell or the solicitation of an offer to buy any security, nor shall it constitute an offer, solicitation or sale of any security, in any jurisdiction in which such offering, solicitation or sale would be unlawful.

Item 9.01. Financial Statements and Exhibits.

Exhibits.

<u>EXHIBIT NO.</u>	<u>DESCRIPTION</u>
99.1	Press Release, dated August 10, 2020
99.2	Press Release, dated August 10, 2020
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

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.

AMN Healthcare Services, Inc.

Date: August 10, 2020

By: /s/ Brian Scott
Brian Scott
Chief Financial Officer



AMN Healthcare Launches \$150 Million Offering Of Senior Notes

DALLAS and SAN DIEGO – August 10, 2020 -- AMN Healthcare Services, Inc. (NYSE: AMN) (the “Company” or “AMN Healthcare”), announced today that its wholly owned subsidiary, AMN Healthcare, Inc. (the “Issuer”), intends to make a private offering of an additional \$150 million aggregate principal amount of its 4.625% Senior Notes due 2027 (the “New Notes”), subject to market and other conditions. The New Notes will be issued under the existing indenture, dated as of October 1, 2019, under which the Issuer previously issued \$300 million aggregate principal amount of its 4.625% Senior Notes due 2027. The New Notes will be guaranteed by the Company’s affiliates that guarantee the Company’s credit facilities (“Credit Facilities”).

The Issuer intends to use the proceeds from the private offering to (i) repay a portion of the existing term loan indebtedness under the Credit Facilities and (ii) pay fees and expenses related to the offering.

The New Notes will be offered only to persons reasonably believed to be qualified institutional buyers in reliance on Rule 144A under the Securities Act of 1933 (as amended, the “Securities Act”) and to non-U.S. persons outside of the United States in compliance with Regulation S under the Securities Act. The New Notes will not be registered under the Securities Act and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements.

This press release does not constitute an offer to sell or the solicitation of an offer to buy the New Notes, nor shall it constitute an offer, solicitation or sale in any jurisdiction in which such offer, solicitation or sale is unlawful.

About AMN Healthcare

AMN Healthcare is the leader and innovator in total talent solutions for healthcare organizations across the nation. The Company provides access to the most comprehensive network of quality healthcare professionals through its innovative recruitment strategies and breadth of career opportunities. With insights and expertise, AMN Healthcare helps providers optimize their workforce to successfully reduce complexity, increase efficiency and improve patient outcomes. AMN total talent solutions include managed services programs, clinical and interim healthcare leaders, temporary staffing, executive search solutions, vendor management systems, recruitment process outsourcing, predictive modeling, language interpretation services, revenue cycle solutions, credentialing and other services. Clients include acute-care hospitals, community health centers and clinics, physician practice groups, retail and urgent care centers, home health facilities, schools and many other healthcare settings. AMN Healthcare is committed to fostering and maintaining a diverse team that reflects the communities we serve. Our commitment to the inclusion of many different backgrounds, experiences and perspectives enables our innovation and leadership in the healthcare services industry.

Forward-Looking Statements

This press release contains “forward-looking statements” within the meaning of Section 27A of the Securities Act and Section 21E of the Securities Exchange Act of 1934, as amended. Actual results could differ materially from those discussed in, or implied by, these forward-looking statements. Forward-looking statements are identified by words such as “believe,” “anticipate,” “expect,” “intend,” “plan,” “will,” “should,” “would,” “project,” “may,” “estimates,” variations of such words and other similar expressions. In addition, any statements that refer to expectations, projections or other characterizations of future events or circumstances are forward-looking statements. Factors that could cause actual results to differ from those implied by the forward-looking statements contained in this press release are set forth in the Company’s Annual Report on Form 10-K for the year ended December 31, 2019 and its other periodic reports as well as the Company’s current and other reports filed from time to time with the Securities and Exchange Commission. Be advised that developments subsequent to this press release are likely to cause these statements to become outdated.

Contact:

Randle Reece
Director, Investor Relations
866.861.3229



AMN Healthcare Announces Upsize and Pricing of Senior Notes Offering

DALLAS and SAN DIEGO -- August 10, 2020 -- AMN Healthcare Services, Inc. (NYSE: AMN), announced today that its wholly owned subsidiary, AMN Healthcare, Inc. (the "Issuer"), priced its private offering of an additional \$200 million aggregate principal amount of 4.625% Senior Notes due 2027, which represents an increase of \$50 million from the aggregate principal amount previously disclosed (the "New Notes"). The New Notes will be issued at 101.000% of their face value. The New Notes will be issued under the existing indenture, dated as of October 1, 2019, under which the Issuer previously issued \$300 million aggregate principal amount of its 4.625% Senior Notes due 2027. The New Notes will be guaranteed by the Company's affiliates that guarantee the Company's credit facilities ("Credit Facilities").

The Issuer intends to use the proceeds from the private offering to (i) repay a portion of the existing term loan indebtedness under the Credit Facilities and (ii) pay fees and expenses related to the offering.

The offering is expected to close August 13, 2020, subject to satisfaction of customary closing conditions.

The New Notes will be offered only to persons reasonably believed to be qualified institutional buyers in reliance on Rule 144A under the Securities Act of 1933 (as amended, the "Securities Act") and to non-U.S. persons outside of the United States in compliance with Regulation S under the Securities Act. The New Notes will not be registered under the Securities Act and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements.

This press release does not constitute an offer to sell or the solicitation of an offer to buy the New Notes, nor shall it constitute an offer, solicitation or sale in any jurisdiction in which such offer, solicitation or sale is unlawful.

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