

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): October 5, 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 October 5, 2020, AMN Healthcare Services, Inc. (the “Company”) announced the unregistered offering by AMN Healthcare, Inc. (the “Issuer”) of \$325.0 million aggregate principal amount of senior unsecured notes due 2029 (the “2029 Notes”). On October 5, 2020, the Company announced the pricing of \$350.0 million aggregate principal amount of the 2029 Notes, which represents an increase of \$25.0 million from the aggregate principal amount previously disclosed.

Copies of the press releases announcing the offering and pricing of the 2029 Notes are filed as Exhibit 99.1 and Exhibit 99.2 hereto, respectively, each of which is incorporated by reference herein.

In addition, on October 5, 2020, the Issuer delivered a Conditional Notice of Redemption to holders of its outstanding senior unsecured notes due 2024 (the “2024 Notes”), which provides for the redemption by the Issuer of all of the \$325.0 million aggregate principal amount of 2024 Notes outstanding on November 4, 2020, subject to the successful completion of offering of the 2029 Notes.

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.

EXHIBIT NO. DESCRIPTION

99.1	Press Release, dated October 5, 2020
99.2	Press Release, dated October 5, 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: October 5, 2020

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



AMN Healthcare Launches \$325.0 Million Offering Of Senior Notes

DALLAS -- October 5, 2020 -- AMN Healthcare Services, Inc. (NYSE: AMN), announced today that its wholly owned subsidiary, AMN Healthcare, Inc., intends to make a private offering of \$325.0 million aggregate principal amount of senior unsecured notes due 2029 (the “2029 Notes”), subject to market and other conditions. The 2029 Notes will be guaranteed by the Company’s affiliates that guarantee the Company’s credit facilities.

The Company intends to use the proceeds from the private offering, together with cash on hand, (i) to redeem all of the \$325.0 million aggregate principal amount of its 5.125% senior unsecured notes due 2024 outstanding (the “2024 Notes”) and (ii) to pay fees and expenses related to the offering.

The Company expects to deliver a Conditional Notice of Redemption to holders of its outstanding 2024 Notes, which will provide for the redemption by the Company of all of the \$325.0 million aggregate principal amount of 2024 Notes outstanding, subject to the successful completion of offering of the 2029 Notes.

The 2029 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, and to non-U.S. persons outside of the United States in compliance with Regulation S under the Securities Act. The 2029 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 2029 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 Pricing of Senior Notes Offering

DALLAS -- October 5, 2020 -- AMN Healthcare Services, Inc. (NYSE: AMN), announced today that its wholly owned subsidiary, AMN Healthcare, Inc., priced its previously announced private offering of \$350.0 million aggregate principal amount of senior unsecured notes due 2029, which represents an increase of \$25.0 million from the aggregate principal amount previously disclosed (the “2029 Notes”). The 2029 Notes will bear an interest rate of 4.000% per annum and will be issued at 100.00% of their face value. The 2029 Notes will be guaranteed by the Company’s affiliates that guarantee the Company’s credit facilities.

The Company intends to use the proceeds from the private offering, together with cash on hand, (i) to redeem all of the \$325.0 million aggregate principal amount of its 5.125% senior unsecured notes due 2024 outstanding (the “2024 Notes”), (ii) to pay fees and expenses related to the offering and (iii) to repay a portion of the outstanding borrowings under its Revolving Facility.

In addition, the Company delivered a Conditional Notice of Redemption to holders of its outstanding 2024 Notes, which provides for the redemption by the Company of all of the \$325.0 million aggregate principal amount of 2024 Notes outstanding on November 4, 2020, subject to the successful completion of offering of the 2029 Notes.

The offering is expected to close October 20, 2020, subject to satisfaction of customary closing conditions.

The 2029 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, and to non-U.S. persons outside of the United States in compliance with Regulation S under the Securities Act. The 2029 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 2029 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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