RITE AID CORP Form 8-K March 20, 2015

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):

March 19, 2015 (March 19, 2015)

Rite Aid Corporation

(Exact name of registrant as specified in its charter)

Delaware (State or Other Jurisdiction

1-5742 (Commission File Number)

23-1614034 (IRS Employer

of Incorporation)

Identification Number)

30 Hunter Lane, Camp Hill, Pennsylvania 17011

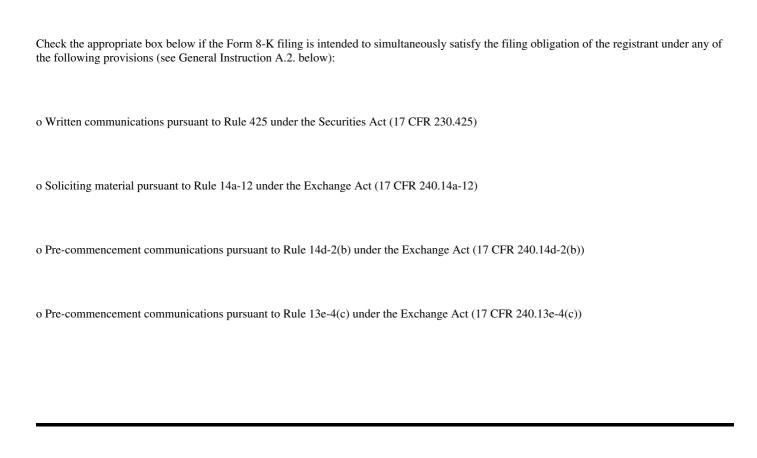
(Address of principal executive offices, including zip code)

(717) 761-2633

(Registrant s telephone number, including area code)

N/A

(Former name or former address, if changed since last report)



Item 8.01.	Other Events.
principal amount	15, Rite Aid Corporation (the Company) announced the terms of an offering (the Notes Offering) of \$1.8 billion aggregate of 6.125% Senior Notes due 2023 (the Notes). The Notes will be unsecured, unsubordinated obligations of the Company and d by substantially all of the Company s subsidiaries. The Notes Offering is expected to close on April 2, 2015, subject to g conditions.
Hart-Scott-Roding of EnvisionRx. The acquisition, which	so announced that the U.S. Federal Trade Commission (FTC) granted early termination of the waiting period under the to Antitrust Improvements Act of 1976 (HSR Act), effective as of March 9, 2015, with respect to Rite Aid s pending acquisition the early termination of the waiting period under the HSR Act satisfies one of the conditions to the closing of the pending the remains subject to other regulatory approvals and customary closing conditions. As previously announced, the acquisition is by September 2015.
Facility, to fund the Pharmaceutical So	tends to use the net proceeds from the Notes Offering, together with available cash and borrowings under its Senior Credit the cash portion of the consideration and related fees and expenses payable by the Company to equity holders of Envision Services, LLC (EnvisionRx) upon the closing of the Company spreviously announced acquisition of EnvisionRx. In the event not completed, the Company has the ability to use the net proceeds to refinance certain of its existing indebtedness or to
A copy of the pre- reference.	ess release announcing the pricing of the Notes Offering is attached hereto as Exhibit 99.1 and is incorporated herein by
	e related subsidiary guarantees have not been registered under the Securities Act of 1933, as amended, and may not be offered ited States absent registration or an applicable exemption from registration requirements.
	not constitute an offer to sell, or a solicitation of an offer to buy, any security. No offer, solicitation, or sale will be made in any nich such an offer, solicitation, or sale would be unlawful.
Item 9.01.	Financial Statements and Exhibits.
(d) Exhibits.	
99.1	Press Release announcing the pricing of the Notes Offering, dated March 19, 2015.

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 hereto duly authorized.

RITE AID CORPORATION

Dated: March 19, 2015 By: /s/ Marc A. Strassler

Name: Marc A. Strassler

Title: Executive Vice President,

General Counsel and

Secretary

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EXHIBIT INDEX

Exhibit	l
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No. Description

99.1 Press Release announcing the pricing of the Notes Offering, dated March 19, 2015.

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