

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

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FILER

Express Scripts Holding Co.

CIK: **1532063** | IRS No.: **452884094** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **8-K** | Act: **34** | File No.: **001-35490** | Film No.: **13534975**
SIC: **5912** Drug stores and proprietary stores

Mailing Address
*ONE EXPRESS WAY
ST. LOUIS MO 63121*

Business Address
*ONE EXPRESS WAY
ST. LOUIS MO 63121
(314) 692-1983*

**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): January 17, 2013

EXPRESS SCRIPTS HOLDING COMPANY

(Exact Name of Registrant as Specified in its Charter)

DELAWARE (State or Other Jurisdiction of Incorporation or Organization)	001-35490 (Commission File Number)	45-2884094 (I.R.S. Employer Identification No.)
One Express Way, St. Louis, MO (Address of Principal Executive Offices)		63121 (Zip Code)

Registrant's telephone number including area code: 314-996-0900

No change since last report

(Former Name or 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))
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Item 7.01 Regulation FD Disclosure.

On January 17, 2013, Express Scripts Holding Company (the “Company”) issued a press release announcing the expected timing of releasing its earnings information for the fourth quarter of 2012 and the expected availability, on its website, of the contents of its annual report on Form 10-K substantially in the form to be filed with the Securities and Exchange Commission. The press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

The information contained in this Current Report on Form 8-K, including the accompanying Exhibit 99.1, is being furnished pursuant to Item 7.01 of Form 8-K and shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section. The information contained in this Current Report on Form 8-K, including the accompanying Exhibit 99.1, shall not be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, whether made before or after the date hereof, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits

(d) The following Exhibits are furnished as part of this report on Form 8-K:

Exhibit 99.1 Press Release, dated January 17, 2013.

SIGNATURE

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 thereunto duly authorized.

EXPRESS SCRIPTS HOLDING COMPANY

Date: January 17, 2013

By: /s/ Jeffrey Hall

Jeffrey Hall

Executive Vice President and Chief Financial Officer



Contact:

Jeff Hall, Chief Financial Officer

David Myers, Vice President Investor Relations

(314) 810-3115

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Express Scripts Holding Company Announces Fourth Quarter 2012 Earnings Conference Call

St. Louis January 17, 2013—Express Scripts Holding Company (Nasdaq: ESRX), the largest pharmacy benefit management company in North America, announced today its intention to release its fourth quarter earnings on Monday, February 18, 2013 at approximately 4:00 p.m. Eastern Time (3:00 p.m. Central Time) and will hold its quarterly conference call to discuss fourth quarter results on Tuesday, February 19, 2013, at 9:00 a.m. Eastern Time (8:00 a.m. Central Time).

This call is being webcast and can be accessed at Express Scripts' web site at www.express-scripts.com/corporate

Due to the Federal Holiday on Monday, February 18, 2013, the Company expects to file its Annual Report on Form 10-K for the year ended December 31, 2012 with the Securities and Exchange Commission on Tuesday, February 19, 2013. However, in connection with the Company's earnings release, the content of the Form 10-K (without exhibits) substantially in the form to be filed on Tuesday, February 19, 2013, is expected to be made available to the public on the "Investor Information" section of the Company's website at approximately 4:00 pm Eastern Time (3:00 p.m. Central Time) on Monday, February 18, 2013 at www.express-scripts.com/corporate.

About Express Scripts

Express Scripts (NASDAQ: ESRX) manages more than a billion prescriptions each year for tens of millions of patients. On behalf of our clients - employers, health plans, unions and government health programs - we make the use of prescription drugs safer and more affordable. Express Scripts uniquely combines three capabilities - behavioral sciences, clinical specialization and actionable data - to create Health Decision Sciencesm, our innovative approach to help individuals make the best drug choices, pharmacy choices and health choices. Better decisions mean healthier outcomes.

Headquartered in St. Louis, Express Scripts provides integrated pharmacy benefit management services, including network-pharmacy claims processing, home delivery, specialty benefit management, benefit-design consultation, drug-utilization review, formulary management, and medical and drug data analysis services. The company also distributes a full range of biopharmaceutical products and provides extensive cost-management and patient-care services.

For more information, visit Lab.Express-Scripts.com or follow [@ExpressScripts](https://twitter.com/ExpressScripts) on Twitter.