

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

Filing Date: **2008-08-29** | Period of Report: **2008-08-25**
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FILER

PROSPECT MEDICAL HOLDINGS INC

CIK: **1063561** | IRS No.: **330604264** | State of Incorporation: **DE** | Fiscal Year End: **0930**
Type: **8-K** | Act: **34** | File No.: **001-32203** | Film No.: **081049797**
SIC: **8011** Offices & clinics of doctors of medicine

Mailing Address

10780 SANTA MONICA BLVD
SUITE 400
LOS ANGELES CA 90025

Business Address

10780 SANTA MONICA BLVD
SUITE 400
LOS ANGELES CA 90025
310.943.4500

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):
August 25, 2008

Prospect Medical Holdings, Inc.

(Exact name of Registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

1-32203

(Commission File Number)

33-0564370

(IRS Employer Identification No.)

10780 Santa Monica Blvd., Suite 400

Los Angeles, California

(Address of principal executive offices)

90025

(Zip Code)

Registrant's telephone number, including area code: **(310) 943-4500**

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 5.02 **Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(b) Effective August 25, 2008, Catherine Dickson resigned as a member of our Board of Directors, as our President and Chief Operating Officer, and from all other positions held with our subsidiaries, including as President and Chief Executive Officer of our subsidiary, Prospect

Medical Systems, Inc. ("PMS"). We have appointed Dan Frank, our Senior Vice President of Finance & Operations, to fill the role of Chief Executive Officer of PMS on an interim basis.

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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.

PROSPECT MEDICAL HOLDINGS, INC.

By: /s/ MIKE HEATHER

Mike Heather
Chief Financial Officer

Dated: August 29, 2008

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