

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

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FILER

**U S PHYSICAL THERAPY INC /NV**

CIK:**885978** | IRS No.: **760364866** | State of Incorporation: **NV** | Fiscal Year End: **1231**  
Type: **8-K** | Act: **34** | File No.: **001-11151** | Film No.: **13850955**  
SIC: **8000** Health services

Mailing Address

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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): May 16, 2013 (**May 16, 2013**)

**U.S. PHYSICAL THERAPY, INC.**  
(Exact name of registrant as specified in its charter)

**Nevada**  
(State or other jurisdiction of  
incorporation or organization)

**1-11151**  
(Commission File  
Number)

**76-0364866**  
(I.R.S. Employer  
Identification No.)

**1300 West Sam Houston Parkway South, Suite 300, Houston, Texas**  
(Address of Principal Executive Offices)

**77042**  
(Zip Code)

Registrant's telephone number, including area code: **(713) 297-7000**

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 May 16, 2013, U. S. Physical Therapy, Inc. (the “Company”) announced that its Chief Financial Officer, Larry McAfee, will present at the 2013 UBS Global Healthcare Conference on Tuesday, May 21, 2013. The presentation will cover an overview of the Company. The conference is being held at the Sheraton New York Hotel in New York City.

A copy of the updated presentation is posted on the Company’s website, [www.usph.com](http://www.usph.com).

The investor presentation contains certain non-GAAP financial measures as defined under Regulation G of the rules and regulations of the SEC. These non-GAAP financial measures contained in the presentation include a presentation of Adjusted Net Income Attributable to Common Shareholders (“Adjusted Net Income”) and Adjusted EBITDA. Adjusted Net Income equals net income attributable to common shareholders (“Net Income”) less after-tax effect of 2011 gain on purchase price settlement. All adjustments are described in our Annual Report on Form 10-K for the year ended December 31, 2012. Adjusted EBITDA equals Net Income before interest, taxes, depreciation and amortization, equity compensation expense and above mentioned adjustment to arrive at Adjusted Net Income. See the last pages of the investor presentation which includes a reconciliation of Net Income to Adjusted Net Income and Net Income to Adjusted EBITDA. Management believes providing these non-GAAP financial measurements to investors are useful information for comparing the Company’s period-to-period results.

Pursuant to the rules of the Securities and Exchange Commission, the information contained in this report shall not be deemed to be “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and will not be incorporated by reference into any filings by the Company under such Act or the Securities Act of 1933, as amended.

**Item 9.01 Financial Statements and Exhibits****Exhibits      Description of Exhibits**

99.1 \*      Registrant's press release dated May 16, 2013 announcing presentation at the 2013 UBS Global Healthcare Conference on May 21, 2013.

\*Furnished herewith.

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**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 hereunto duly authorized.

**U.S. PHYSICAL THERAPY, INC.**

Dated: May 16, 2013

By: /s/ LAWRENCE W. MCAFEE  
Lawrance W. McAfee  
Chief Financial Officer  
(duly authorized officer and principal financial  
and accounting officer)

## U.S. Physical Therapy to Present at the 2013 UBS Global Healthcare Conference

HOUSTON--(BUSINESS WIRE)--May 16, 2013--U.S. Physical Therapy, Inc. (NYSE: USPH), a national operator of physical and occupational therapy outpatient clinics (the "Company"), today announced that its Chief Financial Officer, Larry McAfee, will present at the 2013 UBS Global Healthcare Conference on Tuesday, May 21, 2013. The presentation will cover an overview of the Company. The conference is being held at the Sheraton New York Hotel, New York City.

A copy of the presentation is posted on the Company's website at [www.usph.com](http://www.usph.com).

### **About U.S. Physical Therapy, Inc.**

Founded in 1990, U.S. Physical Therapy, Inc. operates 442 clinics in 43 states. The Company's clinics provide preventative and post-operative care for a variety of orthopedic-related disorders and sports-related injuries, non-surgical treatment of osteoarthritis, treatment for neurologically-related injuries and rehabilitation of injured workers. In addition to owning and operating clinics, the Company manages physical therapy facilities for third parties, including hospitals and physician groups.

More information about U.S. Physical Therapy, Inc. is available at [www.usph.com](http://www.usph.com). The information included on that website is not incorporated into this press release.

### CONTACT:

U.S. Physical Therapy, Inc.

Larry McAfee, 713-297-7000

Chief Financial Officer

or

Chris Reading, 713-297-7000

Chief Executive Officer

or

The Ruth Group

Stephanie Carrington, 646-536-7017