

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

Filing Date: **1999-07-27** | Period of Report: **1999-06-30**
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FILER

IN HOME HEALTH INC /MN/

CIK: **818645** | IRS No.: **411458213** | State of Incorpor.: **MN** | Fiscal Year End: **0930**
Type: **8-K** | Act: **34** | File No.: **000-17490** | Film No.: **99670664**
SIC: **8082** Home health care services

Mailing Address
*601 LAKESHORE PKWY
STE 500
MINNETONKA MN 55305*

Business Address
*601 CARLSON PARKWAY
CARLSON CENTER SUITE 500
MINNETONKA MN 55305-5214
6124497500*

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) JUNE 30, 1999

IN HOME HEALTH, INC.

(Exact name of registrant as specified in its charter)

| | | |
|---|-----------------------------|---|
| MINNESOTA | 0-17490 | 41-1458213 |
| (State or other jurisdiction of incorporation or organization) | (Commission File Number) | (I.R.S. Employer Identification No.) |

| | |
|---|------------|
| CARLSON CENTER, SUITE 500 601 CARLSON PARKWAY MINNETONKA, MINNESOTA | 55305-5214 |
| (Address of principal executive offices) | (Zip Code) |

Registrant's telephone number, including area code: 612-449-7500

Item 1. Changes in Control of Registrant

The Registrant is filing this Form 8-K to set forth on the attached exhibit the names and numbers of shares of the Registrant's common stock owned by the Registrant's officers and directors or by persons or entities which, to the Registrant's knowledge, own five percent or more of the Registrant's outstanding common stock, in each case as of June 30, 1999. The Registrant is filing this information in the belief that it will demonstrate that as of the date of this filing the Registrant satisfies the public float requirement for listing its common stock on the NASDAQ National Market. There is no assurance as to such continued listing.

Item 7. Financial Statements and Exhibits

(c) Exhibits

99.1 Security Ownership of Certain Beneficial Owners and Management

SIGNATURES

Pursuant to the requirement 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.

IN HOME HEALTH, INC.
Registrant

Date: July 27, 1999

/s/ Robert J. Hoffman, Jr.

Robert J. Hoffman, Jr.
Chief Financial Officer

SECURITY OWNERSHIP OF CERTAIN
BENEFICIAL OWNERS AND MANAGEMENT

The following table presents information provided to the Company as to the beneficial ownership of Common Stock as of June 30, 1999 by persons known to the Company to hold 5% or more of such stock and by all current directors and executive officers and all directors and executive officers as a group.

| Name and Address of Beneficial Owner ----- | Amount and Nature of Beneficial Ownership ----- | Percent of Voting Power ----- |
|---|--|-------------------------------------|
| <S> | <C> | <C> |
| HCR Manor Care, Inc. (1) | 2,250,000 | 40.9% (2) |
| Heartland Advisors, Inc. (6) | 533,333 | 9.7% |
| R.S. Investment Management Co. L.L.C. (7) | 430,734 | 7.9% |
| Wolfgang von Maack (3) (4) | 33,010 (5) | * |
| James J. Lynn, Ed.D. (4) | 12,004 | * |
| Robert J. Hoffman, Jr. (3) | 500 | * |
| C. Michael Ford (4) | 3,000 | * |
| Judith Lloyd Storfjell, Ph.D. (4) | 434 | * |
| All Directors and Executive Officers as a Group (5 persons) ----- | 48,948 (5) | * |

* Less than one percent

- (1) HCR Manor Care, Inc.'s address is 333 N. Summit St., Toledo, OH 43604
- (2) HCR Manor Care, Inc. holds of record 2,250,000 shares of Common Stock and 200,000 shares of Preferred Stock (convertible into 3,333,334 shares of Common Stock).
- (3) Executive Officer of the Company.
- (4) Director of the Company.
- (5) Includes 10,000 shares for Mr. von Maack and All Directors and Executive Officers as a Group which may be acquired pursuant to stock options which are presently exercisable or become exercisable within sixty days of June 30, 1999.
- (6) Heartland Advisors, Inc.'s address is 790 N. Milwaukee St., Milwaukee, WI 53202.
- (7) R.S. Investment Management Co. L.L.C.'s address is 555 California St., Suite 2600, San Francisco, CA 94104.

As of June 30, 1999, the number of shares outstanding of the Company's common stock was 5,479,736.