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CURATIVE HEALTH SERVICES INC

Form 8-K

September 06, 2002

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 29, 2002

CURATIVE HEALTH SERVICES, INC.
(Exact name of registrant as specified in its charter)

| | | |
|---|-----------------------------|---|
| Minnesota | 000-19370 | 41-1503914 |
| (State or other jurisdiction of incorporation or organization) | (Commission File Number) | (I.R.S. Employer Identification No.) |

150 Motor Parkway, Hauppauge, New York 11788-5145

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (631) 232-7000

Not Applicable
(Former name or former address, if changed since last report.)

Item 5. Other Events and Regulation FD Disclosure

As previously reported, Curative Health Services, Inc. (the "Company") acquired all of the outstanding capital stock of Apex Therapeutic Care, Inc. ("Apex") on February 28, 2002. The consideration paid by the Company consisted of \$18,700,000 in cash, a \$5,000,000 contingent convertible note, and 1,805,970 shares of Curative common stock which were subsequently registered for resale by the shareholders of Apex on a Form S-3 registration statement. With respect to these shares of common stock, the following table provides the date and number of shares that will become freely tradable in accordance with the provisions of the Registration Rights and Lock-Up Agreement entered into by the Company and Apex in connection with the acquisition, subject to Company's right to waive these restrictions at any time as to some or all of the shares.

| Date | No. of Shares Tradable |
|------|------------------------|
|------|------------------------|

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| | |
|----------|-----------|
| ----- | ----- |
| 08/29/02 | 750,000 |
| 03/01/03 | 247,500 |
| 05/29/03 | 112,500 |
| 08/29/03 | 112,500 |
| 11/29/03 | 112,500 |
| 02/29/04 | 470,970 |
| | ----- |
| Total: | 1,805,970 |
| | ===== |

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.

CURATIVE HEALTH SERVICES, INC.

Date: September 6, 2002

By: /s/ _____
Thomas Axmacher
Chief Financial Officer