

APRIA HEALTHCARE GROUP INC
Form 8-K
October 25, 2005

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 and Exchange Act of 1934

Date of report (Date of earliest event reported): October 25, 2005

APRIA HEALTHCARE GROUP INC.

(Exact name of registrant as specified in its charter)

| | | |
|--|---|---|
| Delaware (State or other jurisdiction of incorporation or organization) | 1-14316 (Commission File Number) | 33-0488566 (I.R.S. Employer Identification Number) |
|--|---|---|

| | |
|---|----------------------------|
| 26220 Enterprise Court Lake Forest, CA (Address of principal executive offices) | 92630 (Zip Code) |
|---|----------------------------|

Registrant's telephone number: (949) 639-2000

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))

Item 2.02. Results of Operations and Financial Condition

On October 25, 2005, Apria Healthcare Group Inc. (Apria) issued a press release announcing its financial results for the quarter ended September 30, 2005.

The information in this current report on Form 8-K is being furnished to the Commission and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934.

Item 8.01. Other Events

The press release also announces, among other developments, the company's decision to terminate the previously announced process to explore potential opportunities for a sale of the company.

A copy of the press release is attached hereto as Exhibit No. 99.1.

Item 9.01. Financial Statements and Exhibits

(c) Exhibits:

| | |
|--------------------------|--|
| Exhibit <u>Number</u> | <u>Reference</u> |
| 99.1 | Press release issued by Apria on October 25, 2005. |

SIGNATURES

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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.

APRIA HEALTHCARE GROUP INC.

Registrant

October 25, 2005

/s/ AMIN I. KHALIFA

Amin I. Khalifa

Executive Vice President and Chief Financial Officer