

Edgar Filing: Sabra Health Care REIT, Inc. - Form 8-K

Sabra Health Care REIT, Inc.
Form 8-K
February 25, 2019

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): February 24, 2019

SABRA HEALTH CARE REIT, INC.
(Exact name of registrant as specified in its charter)

Maryland 001-34950 27-2560479
(State of (Commission (I.R.S. Employer
Incorporation) File Number) Identification No.)

18500 Von Karman Avenue, Suite 550 92612
Irvine, CA
(Address of principal executive offices) (Zip Code)
Registrant's telephone number including area code: (888) 393-8248
(Former name or former address, if changed since last report.)

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 2.02 Results of Operations and Financial Condition.

On February 24, 2019, Sabra Health Care REIT, Inc. (“Sabra”) issued a press release reporting its results of operations for the year ended December 31, 2018. The press release refers to the Reconciliations of Non-GAAP Financial Measures that is available on the Investors section of Sabra’s website, free of charge, at www.sabrahealth.com. The text of the press release and the Reconciliations of Non-GAAP Financial Measures are furnished herewith as Exhibits 99.1 and 99.3, respectively, and are specifically incorporated by reference herein.

Item 7.01 Regulation FD Disclosure.

The press release described above referred to a supplemental information package that is available on the Investors section of Sabra’s website, free of charge, at www.sabrahealth.com. The text of the supplemental information package is furnished herewith as Exhibit 99.2 and is specifically incorporated by reference herein.

The information in this Form 8-K and the related information in the exhibits attached hereto shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section and shall not be incorporated by reference into any filing of Sabra under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing, except as shall be expressly set forth by specific reference in any such filing.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

99.1 Press Release of Sabra Health Care REIT, Inc., dated February 24, 2019.

99.2 Sabra Health Care REIT, Inc. Supplemental Information Package, dated December 31, 2018.

99.3 Reconciliations of Non-GAAP Financial Measures, dated December 31, 2018.

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 thereunto duly authorized.

SABRA HEALTH CARE REIT, INC.

/S/ HAROLD W. ANDREWS, JR.

Name: Harold W. Andrews, Jr.

Title: Executive Vice President, Chief Financial
Officer and Secretary

Dated: February 25, 2019