

AMERICAN HEALTHWAYS INC

Form 8-K

March 22, 2004

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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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): March 22, 2004

**American Healthways, Inc.**

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(Exact Name of Registrant as Specified in Charter)

Delaware

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(State or Other Jurisdiction of  
Incorporation)

000-19364

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(Commission File Number)

62-1117144

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(I.R.S. Employer  
Identification No.)

3841 Green Hills Village Drive  
Nashville, Tennessee

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(Address of Principal Executive Offices)

37215

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(Zip Code)

Registrant's telephone number, including area code: (615) 665-1122

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(Former name or former address, if changed since last report)

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Item 7. Financial Statements and Exhibits.

Item 12. Results of Operations and Financial Conditions.

SIGNATURE

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EX-99.1 PRESS RELEASE 03/22/04

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Item 7. Financial Statements and Exhibits.

(c) Exhibits

Exhibit 99.1 Press Release.

Item 12. Results of Operations and Financial Conditions.

On March 22, 2004, American Healthways, Inc. issued a press release announcing earnings results for the second quarter ended February 29, 2004, the text of which is attached hereto as Exhibit 99.1.

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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, thereto duly authorized.

American Healthways, Inc.

By: /s/ Mary A. Chaput

Name: Mary A. Chaput

Title: Chief Financial Officer

Date: March 22, 2004

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<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
99.1	Press Release dated March 22, 2004.