

RITE AID CORP
Form 8-K
May 02, 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):

May 2, 2019

Rite Aid Corporation

(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

1-5742
(Commission File Number)

23-1614034
(IRS Employer
Identification Number)

30 Hunter Lane, Camp Hill, Pennsylvania 17011

(Address of principal executive offices, including zip code)

(717) 761-2633

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(Registrant's telephone number, including area code)

N/A

(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 (see General Instruction A.2. below):

- ☐ 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. ☐

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$1.00 par value	RAD	The New York Stock Exchange

Item 8.01. Other Events.

Rite Aid Corporation (the Company) is hereby announcing the extension of its transition services agreement, dated as of October 17, 2017 (the TSA) with Walgreens Boots Alliance, Inc. (WBA).

As previously disclosed, on September 18, 2017, the Company entered into an Amended and Restated Asset Purchase Agreement with WBA and Walgreen Co., where the Company agreed to sell 1,932 stores and certain distribution and other assets to WBA (the Sale). The Company also agreed to provide certain transition services to WBA for up to three years after the closing of the Sale pursuant to the TSA. The term of the TSA has been extended to October 17, 2020. The Company will continue to receive fees for the services it provides under the TSA including the purchase and distribution of inventory for the stores subject to the Sale. Similar to the terms of the initial TSA, WBA may terminate the TSA, in whole or in part, during the extended term under specified circumstances.

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 hereto duly authorized.

Date: May 2, 2019

By: /s/ James J. Comitale
Name: James J. Comitale
Title: Senior Vice President, General Counsel