

Civitas Solutions, Inc.
Form 8-K
November 24, 2017

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): November 21, 2017

CIVITAS SOLUTIONS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

001-36623
(Commission File Number)

65-1309110
(IRS Employer Identification No.)

313 Congress Street, 6th Floor

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Boston, Massachusetts 02210

(Address of principal executive offices, including Zip Code)

(617) 790-4800

(Registrant's telephone number, including area code)

(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 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 1.01. Entry into a Material Definitive Agreement.

On November 21, 2017, National Mentor Holdings, Inc. (NMHI) and NMH Holdings, LLC (NMHH), wholly-owned subsidiaries of Civitas Solutions, Inc. (NYSE: CIVI) (the Company), and certain subsidiaries of NMHI, as guarantors (the Guarantors), entered into Amendment No. 7 (the Amendment No. 7) to the Credit Agreement dated as of January 31, 2014 (as amended from time to time, the Senior Credit Agreement) by and among NMHI, NMHH, the Guarantors, Barclays Bank PLC, as administrative agent, and the other agents and lenders named therein. Amendment No. 7 increased the aggregate revolving commitments under the Senior Credit Agreement from \$120.0 million to \$160.0 million and extended the maturity date for \$90.0 million of the revolving commitments (the Extended Revolving Commitments) to January 31, 2021. The terms of the remaining \$70.0 million of the revolving commitments (the Initial Revolving Commitments), which mature on January 31, 2019, remain unchanged. All of the other terms of the Extended Revolving Commitments are identical to the Initial Revolving Commitments, except that the applicable margin for the Extended Revolving Commitments will decrease by 0.25% per annum when the Initial Revolving Commitments are terminated or expire. As a result, after the Initial Revolving Commitments are terminated or expire, the applicable margin for revolving borrowings under the Extended Revolving Commitments that are designated as ABR borrowings will be 2.00%, and the applicable margin for revolving borrowings under the Extended Revolving Commitments that are designated as Eurodollar borrowings will be 3.00%.

Item 2.03. Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.

The information set forth in Item 1.01 above is incorporated by reference into this Item 2.03.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit

No.	Description of Exhibit
10.1	<u>Amendment No. 7 to the to the Credit Agreement, dated as of November 21, 2017, among NMH Holdings, LLC, as parent guarantor, National Mentor Holdings, Inc. as borrower, certain subsidiaries of National Mentor Holdings, Inc. party thereto, as guarantors, the lenders party thereto and Barclays Bank PLC, as administrative agent.</u>

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.

CIVITAS SOLUTIONS, INC.

By: /s/ Bruce F. Nardella
Bruce F. Nardella
Chairman, Chief Executive Officer and President

Date: November 24, 2017