

ALLSCRIPTS HEALTHCARE SOLUTIONS, INC.

Form 8-K

November 15, 2010

**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): November 11, 2010

**ALLSCRIPTS HEALTHCARE SOLUTIONS, INC.**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**  
(State or Other Jurisdiction

of Incorporation)

**000-32085**  
(Commission

File Number)

**36-4392754**  
(IRS Employer

Identification No.)

Edgar Filing: ALLSCRIPTS HEALTHCARE SOLUTIONS, INC. - Form 8-K

**222 Merchandise Mart Plaza, Suite 2024, Chicago, Illinois 60654**

**(Address of Principal Executive Offices) (Zip Code)**

**Registrant's Telephone Number, Including Area Code: (312) 506-1200**

**(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))

**Item 8.01 Other Events.**

On November 11, 2010, Allscripts Healthcare Solutions, Inc. (the Company ) entered into an underwriting agreement (the Underwriting Agreement ) with Kapiti Limited and ACT Sigmex Limited (the Selling Stockholders ), each a wholly-owned subsidiary of Misys plc, and Barclays Capital Inc. (the Underwriter ), in connection with the public offering and sale by the Selling Stockholders of 12,500,000 shares of common stock of the Company at a price to the public of \$17.95 per share. The offering is expected to close on November 17, 2010, subject to customary closing conditions.

The Company will not receive any of the proceeds from the shares of common stock sold by the Selling Stockholders.

The offering is being conducted as a public offering pursuant to the Company s effective shelf registration statement on Form S-3 (File No. 333-167412) under the Securities Act of 1933, as amended, and a related prospectus supplement filed with the Securities and Exchange Commission.

The foregoing description of the Underwriting Agreement is qualified in its entirety by reference to the Underwriting Agreement, a copy of which is filed as Exhibit 1.1 hereto and incorporated herein by reference. A copy of the opinion of Sidley Austin LLP, counsel to the Company, relating to the legality of the shares of common stock to be issued and sold in the offering, is filed as Exhibit 5.1 hereto.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

| Exhibit Number | Description  |
|----------------|--|
| 1.1            | Underwriting Agreement, dated November 11, 2010, among the Company, the selling stockholders named therein and Barclays Capital Inc., as underwriter |
| 5.1            | Opinion of Sidley Austin LLP   |
| 23.1           | Consent of Sidley Austin LLP (included in Exhibit 5.1)   |

**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 hereunto duly authorized.

ALLSCRIPTS HEALTHCARE SOLUTIONS, INC.

Date: November 15, 2010

By: /s/ William J. Davis  
William J. Davis  
Chief Financial Officer

**EXHIBIT INDEX**

| Exhibit<br>Number | Description  |
|-------------------|--|
| 1.1               | Underwriting Agreement, dated November 11, 2010, among the Company, the selling stockholders named therein and Barclays Capital Inc., as underwriter |
| 5.1               | Opinion of Sidley Austin LLP   |
| 23.1              | Consent of Sidley Austin LLP (included in Exhibit 5.1)   |