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MATRIA HEALTHCARE INC
Form 8-K
November 19, 2001

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 19, 2001

MATRIA HEALTHCARE, INC.
(Exact name of Registrant as Specified in Charter)

| | | |
|---|--|--|
| Delaware (State or other jurisdiction of Incorporation) | 0-20619 (Commission File Number) | 58-2205984 (IRS Employer Identification No.) |
|---|--|--|

| | |
|---|---------------------|
| 1850 Parkway Place Marietta, Georgia (Address of principal executive offices) | 30067 (Zip Code) |
|---|---------------------|

Registrant's telephone number, including area code (770) 767-4548

Not Applicable
(Former name or Former Address, if Changed Since Last Report)

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

- (a) Not Applicable
- (b) Not Applicable
- (c) Exhibits. The following exhibits are filed herewith:

| Exhibit No. | Description of Exhibit |
|-------------|--|
| ----- | ----- |
| 99 | November 19, 2001 Letter to Shareholders |

Item 9. Regulation FD Disclosure.

On November 19, 2001, Matria Healthcare, Inc. will disseminate a letter to shareholders on the Company's website at www.matria.com.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, Matria has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

MATRIA HEALTHCARE, INC.

By: /s/ Parker H. Petit

Parker H. Petit, Chairman of the Board,
President and Chief Executive Officer

Date: November 19, 2001

INDEX TO EXHIBITS

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|----------------------|--|
| 99 | November 19, 2001 Letter to Shareholders |