

COMMUNITY HEALTH SYSTEMS INC  
Form S-8  
August 08, 2003

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As filed with the Securities and Exchange Commission on \_\_\_\_\_, 2003

Registration No. 333-

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# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## FORM S-8

REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933

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### COMMUNITY HEALTH SYSTEMS, INC.

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation or organization)

**13-3893191**

(I.R.S. Employer  
Identification Number)

**155 Franklin Road, Suite 400  
Brentwood, Tennessee 37027**

(Address of principal executive offices)

**Community Health Systems, Inc.  
2000 Stock Option and Award Plan  
(As Amended and Restated February 25, 2003)**

(Full title of the plan)

**Rachel A. Seifert  
Senior Vice President, Secretary and General Counsel  
155 Franklin Road, Suite 400  
Brentwood, Tennessee 37027  
(615) 373-9600**

(Name, address, and telephone number of agent for service)

#### CALCULATION OF REGISTRATION FEE

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Title of Securities to be Registered	Amount to be	Proposed Maximum Offering Price Per	Proposed Maximum Aggregate Offering	Amount of
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	Registered(1)	Share(2)	Price	Registration Fee
Common Stock, par value \$0.01 per share (the "Common Stock")	8,000,000 shares	\$21.67	\$173,360,000	\$14,024.82

- (1) Includes an indeterminate number of shares of Common Stock that may be issued in the event of stock splits, stock dividends or similar transactions in accordance with Rule 416 of the Securities Act of 1933, as amended (the "Securities Act").
- (2) Estimated solely for the purpose of determining the registration fee pursuant to Rule 457(c) and (h) of the Securities Act based upon the average of the high and low sales prices for the Common Stock as reported by the New York Stock Exchange on August 6, 2003.

**EXPLANATORY NOTE**

By a registration statement on Form S-8 filed with the Securities and Exchange Commission (the "SEC") on August 31, 2000 (File No. 333-44870), Community Health Systems, Inc. (the "Registrant") registered 4,562,791 shares of Common Stock, reserved for issuance upon the exercise of exercise of options and/or stock appreciation rights and/or the grant of other awards under the Registrant's 2000 Stock Option and Award Plan (the "Plan").

This registration statement is being filed pursuant to Instruction E to Form S-8 to register 8,000,000 additional shares of Common Stock issuable upon the exercise of exercise of options and/or stock appreciation rights and/or the grant of other awards under the Plan.

**INCORPORATION OF CONTENTS OF  
REGISTRATION STATEMENT BY REFERENCE**

Pursuant to Instruction E to Form S-8, the Registrant hereby incorporates by reference into this registration statement the contents of the Registrant's registration statement on Form S-8 (File No. 333-44870) and any post-effective amendments thereto.

**OTHER INFORMATION REQUIRED IN THIS REGISTRATION STATEMENT**

**Item 8. Exhibits**

Exhibit No.	Description of Exhibit
4.1*	Community Health Systems, Inc. 2000 Stock Option and Award Plan (As Amended and Restated February 25, 2003).
5.1*	Opinion of Fried, Frank, Harris, Shriver and Jacobson as to the validity of the Common Stock covered by this registration statement.
23.1	Consent of Fried, Frank, Harris, Shriver and Jacobson (included in Exhibit 5.1).
23.2*	Consent of Deloitte & Touche LLP.
24.1	Power of Attorney (included on the signature page included in this registration statement).

\*



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Name	Title	Date
/s/ JOHN A. CLERICO	Director	August 8, 2003
John A. Clerico		
/s/ ROBERT J. DOLE	Director	August 8, 2003
Robert J. Dole		
/s/ J. ANTHONY FORSTMANN	Director	August 8, 2003
J. Anthony Forstmann		
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/s/ THEODORE J. FORSTMANN	Director	August 8, 2003
Theodore J. Forstmann		
/s/ DALE F. FREY	Director	August 8, 2003
Dale F. Frey		
/s/ SANDRA J. HORBACH	Director	August 8, 2003
Sandra J. Horbach		
/s/ HARVEY KLEIN, M.D.	Director	August 8, 2003
Harvey Klein, M.D.		
/s/ THOMAS H. LISTER	Director	August 8, 2003
Thomas H. Lister		
/s/ MICHAEL A. MILES	Director	August 8, 2003
Michael A. Miles		

Constituting a majority of the Board of Directors of Community Health Systems, Inc.

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**Index to Exhibits**

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\*  
filed herewith

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