

CardioNet, Inc.
Form 8-K
December 05, 2011

**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 30, 2011**

CardioNet, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-33993
(Commission
File Number)

33-0604557
(I.R.S. Employer
Identification No.)

227 Washington Street #210
Conshohocken, PA
(Address of principal executive offices)

19428
(Zip Code)

Registrant's telephone number, including area code: **(610) 729-7000**

Not Applicable

Former name or former address, if changed since last report

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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))
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Item 1.01 Entry Into a Material Definitive Agreement

On November 30, 2011, CardioNet, Inc. (the Company) executed Amendment No. 8 to its Communications Voice and Data Services Provider Agreement (as amended, the Agreement) with nPhase, LLC (the Amendment). Under the Agreement the Company purchases wireless voice and data communications services for the Company's MCOT monitoring network. The Amendment provides for an extension of the term of the Agreement to September 13, 2014, and also provides for a percentage discount on certain monthly service fees. The foregoing description does not purport to be complete and is qualified in its entirety by reference to the Amendment attached hereto as Exhibit 99.1.

The Amendment was executed as one of many steps the Company is taking in furtherance of its previously announced cost reduction initiative.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

| Exhibit Number | Exhibit Title |
|-----------------------|--|
| 99.1+ | Amendment No. 8 to Communications Voice and Data Services Provider Agreement |

+ Confidential treatment has been requested for certain portions of this exhibit. Omitted portions have been filed separately with the Securities and Exchange Commission.

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 hereunto duly authorized.

CardioNet, Inc.

December 5, 2011

By: /s/ Peter Ferola

Name: Peter Ferola
Title: Senior Vice President and
General Counsel

EXHIBIT INDEX

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