

AMERISOURCEBERGEN CORP

Form 8-K

February 04, 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): February 4, 2011

AmerisourceBergen Corporation

(Exact name of registrant as specified in its charter)

Delaware

1-16671

23-3079390

(State or other jurisdiction
of incorporation)

(Commission File Number)

(IRS Employer Identification No.)

**1300 Morris Drive
Chesterbrook, PA**

19087

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: **(610) 727-7000**

N/A

(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))
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Item 2.02 Results of Operations and Financial Condition.

On February 4, 2011, AmerisourceBergen Corporation (the Registrant) issued a news release announcing its earnings for the fiscal quarter ended December 31, 2010 and announcing its corresponding earnings conference call. A copy of the news release is furnished as Exhibit 99.1 to this report and incorporated herein by reference.

Item 8.01. Other Events.

In the news release issued on February 4, 2011, the Registrant reaffirmed its guidance for fiscal year 2011 diluted earnings per share in the range of \$2.31 to \$2.41. Key assumptions supporting the 2011 diluted earnings per share range are: revenue growth of between 2 percent and 4 percent; operating margin growth in the low to mid single-digit basis points range, and free cash flow in the range of \$625 million to \$700 million, which includes capital expenditures in the \$150 million range. The Registrant also reaffirmed that, subject to market conditions, it expects to repurchase approximately \$400 million of its common shares in fiscal 2011.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits

The following exhibit is filed as part of this report:

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| 99.1 | News Release, dated February 4, 2011, of AmerisourceBergen Corporation, regarding Registrant's earnings for the fiscal quarter ended December 31, 2010. |
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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.

AMERISOURCEBERGEN CORPORATION

Date: February 4, 2011

By: /s/ Michael D. DiCandilo

Name: Michael D. DiCandilo

Title: Executive Vice President
and Chief Financial Officer