

RadNet, Inc.
Form 8-K/A
December 20, 2010

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K/A

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 1, 2010

RadNet, Inc.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

0-19019
(Commission File Number)

13-3326724
(IRS Employer
Identification Number)

1510 Cotner Avenue
Los Angeles, California 90025
(Address of Principal Executive Offices) (Zip Code)

(310) 478-7808
(Registrant's Telephone Number, Including Area Code)

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))
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EXPLANATORY NOTE

This Form 8-K/A amends the Form 8-K filed by RadNet, Inc. (“RadNet”) with the Securities and Exchange Commission on October 5, 2010 (the “Initial 8-K”), announcing the acquisition of Image Medical Corporation, parent of eRAD, Inc. (the “Acquisition”). As permitted under Items 9.01(a)(4) of Form 8-K, the Initial 8-K did not include certain financial statements and pro forma financial information. RadNet is filing this amendment to provide the (i) historical audited and unaudited financial information and (ii) unaudited pro forma financial information required to be filed under Item 9.01 of Form 8-K in connection with the Acquisition.

ITEM 2.01. COMPLETION OF ACQUISITION OR DISPOSITION OF ASSETS.

This Form 8-K/A amends the Initial 8-K to include the financial statements required by Item 9.01 pertaining to the Acquisition. The information previously reported in the Initial 8-K is hereby incorporated by reference into this Form 8-K/A.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

Although the initial Form 8-K contemplated that the financial statements required by Item 9.01 would be filed on or before December 15, 2010, we have determined that the deadline for filing the financial statements is on or before December 17, 2010 (such date being 71 calendar days after the date the initial Form 8-K was required to be filed).

(a) Financial Statements of Business Acquired

The following financial statements of Image Medical Corporation and its subsidiaries are being filed with this report as Exhibit 99.1:

- Report of Independent Auditors;
- Consolidated Balance Sheet as of December 31, 2009;
- Consolidated Statement of Operation for the year ended December 31, 2009;
- Consolidated Statement of Changes in Stockholders’ Deficit for the year ended December 31, 2009;
- Consolidated Statement of Cash Flows for the year ended December 31, 2009;
- Notes to Consolidated Financial Statements;
- Unaudited Consolidated Balance Sheet as of September 30, 2010;
- Unaudited Consolidated Statements of Operation for the nine months ended September 30, 2010 and 2009;
- Unaudited Consolidated Statements of Changes in Stockholders’ Deficit for the nine months ended September 30, 2010 and 2009;
- Unaudited Consolidated Statements of Cash Flow for the nine months ended September 30, 2010 and 2009; and
- Notes to Unaudited Consolidated Financial Statements.

(b) Pro Forma Financial Information

The following unaudited pro forma condensed consolidated financial information is being filed with this report as Exhibit 99.2:

- Unaudited Pro Forma Condensed Consolidated Balance Sheet as of September 30, 2010;
- Unaudited Pro Forma Condensed Consolidated Statements of Operation for the nine months ended September 30, 2010;
- Unaudited Pro Forma Condensed Consolidated Statement of Operations for the year ended December 31, 2009; and

- Notes to Unaudited Pro Forma Condensed Consolidated Financial Statements.

The unaudited pro forma condensed consolidated financial information is presented for informational purposes only. The pro forma data is not necessarily indicative of what RadNet's financial position or results of operations actually would have been had RadNet completed the acquisition as of the dates indicated. In addition, the unaudited pro forma condensed consolidated financial information does not purport to project the future financial position or operating results of the consolidated company.

(d) Exhibits

Exhibit 23.1 – Consent of Ernst & Young LLP.

Exhibit 99.1 – Audited and unaudited consolidated financial statements of Image Medical Corporation and its subsidiaries.

Exhibit 99.2 – Unaudited pro forma condensed consolidated financial information.

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.

RadNet, INC.

Dated: December 17, 2010

By:

/s/ Jeffrey L. Linden
Jeffrey L. Linden
Executive Vice President and General
Counsel

EXHIBIT INDEX

Exhibit	Description
23.1	Consent of Ernst & Young LLP.
99.1	Audited and unaudited consolidated financial statements of Image Medical Corporation and its subsidiaries.
99.2	Unaudited pro forma condensed consolidated financial information.
