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HEALTHSOUTH CORP
Form FWP
November 17, 2009

Filed Pursuant to Rule 433

Registration Statement No. 333-151848

November 17, 2009

Issuer: HealthSouth Corporation
 Security Description: Senior Notes
 Distribution: SEC Registered
 Face: \$290,000,000
 Gross Proceeds: \$285,148,300
 Net Proceeds to Issuer (before expenses): 278,985,800
 Coupon: 8.125%
 Maturity: February 15, 2020
 Offering Price: 98.327%
 Yield to Maturity: 8.375%
 Spread to Treasury: +502 basis points
 Benchmark: UST 3.375% due 11/15/2019
 Ratings: Caa1/CCC+
 Interest Pay Dates: February 15 and August 15
 Beginning: February 15, 2010
 Equity Clawback: Up to 35% at 108.125%
 Until: February 15, 2013
 Optional redemption: Make-whole call at T+50bps until February 15, 2015, then:

On or after:	Price:
February 15, 2015	104.063%
February 15, 2016	102.708%
February 15, 2017	101.354%
February 15, 2018 and thereafter	100.000%

Change of control: Put @ 101% of principal plus accrued interest
 Trade Date: November 17, 2009
 Settlement Date: (T+9) December 1, 2009
 CUSIP: 421924BG5
 ISIN: US421924BG51
 Denominations: 2,000x1,000
 Bookrunners: J.P. Morgan
 Barclays Capital
 Goldman, Sachs & Co.

It is expected that delivery of the notes will be made against payment therefor on or about December 1, 2009, which is the ninth business day following the date of pricing of the notes (such settlement cycle being referred to as T+9). You should note that trading of the notes on the date of pricing or on the succeeding five business days may be affected by the T+9 settlement. Purchasers who wish to trade notes on the date of pricing or the succeeding five business days will be required, by virtue of the fact that the notes initially will settle in T+9, to specify an alternate settlement cycle at the time of any such trade to prevent a failed settlement.

The issuer has filed a registration statement, including a prospectus dated November 16, 2009 (Registration Statement No. 333-151848), and a preliminary prospectus supplement dated November 16, 2009, with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents

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the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling 800-245-8812.

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