

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b) On June 6, 2018, athenahealth, Inc. (the “Company”) announced that Jonathan Bush is stepping down as Chief Executive Officer and President of the Company, and as a member the Company’s Board of Directors (the “Board”), effective immediately. A separation agreement with Mr. Bush will be disclosed once finalized.

(c) On June 5, 2018, Jeffrey Immelt, 61, the Chairman of the Board, was appointed as the Company’s Executive Chairman, effective June 6, 2018. It is anticipated that Mr. Immelt will serve in such position until the appointment by the Board of a new chief executive officer. Compensation arrangements with Mr. Immelt will be disclosed once finalized.

Biographical and other information required by this Item concerning Mr. Immelt is included in the Company’s proxy statement for the 2018 Annual Meeting of Shareholders, filed with the SEC on April 26, 2018.

Item 7.01 Regulation FD Disclosure.

On June 6, 2018, the Company also announced that its Board has initiated a process to explore strategic alternatives. A copy of the Company’s press release announcing the matters described under Item 5.02 above and this Item 7.01 is attached hereto and furnished as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No. Description

99.1 Press release issued by athenahealth, Inc. on June 6, 2018, furnished herewith.

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.

athenahealth, Inc.
(Registrant)

June 6, 2018 /s/ Dan Haley

Dan Haley
Senior Vice President, Chief Legal and Administrative Officer