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RITE AID CORP
Form 8-K
June 21, 2001

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) June 12, 2001

RITE AID CORPORATION

(Exact Name of Registrant as Specified in Charter)

Delaware	1-5742	23-1614034
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(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

30 Hunter Lane, Camp Hill, Pennsylvania	17011
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(Address of Principal Executive Offices)	(Zip Code)

Registrant's telephone number, including area code	(717) 761-2633

None

(Former Name or Former Address, if Changed Since Last Report)

Item 5. Other Events.

On June 12, 2001, Rite Aid Corporation ("Rite Aid") issued a press release announcing that it had entered into agreements providing for the private placement of 40.3 million shares of its common stock to select institutional investors for total gross proceeds of \$302.4 million (or \$7.50 per share) and that it has received commitments for private exchanges of \$67.5 million of its 10.5% Senior Secured Notes due 2002 and bank debt for shares of its common stock. The closing of the private placement of the common stock is conditioned on the completion of the refinancing. The press release is attached as Exhibit 99.1 hereto and is incorporated herein by reference.

On June 19, 2001, Rite Aid issued a press release announcing that institutional investors who previously agreed to invest \$302.4 million in shares of Rite Aid common stock have increased their commitments to \$402.4 million, which will result in a total private placement of 53.6 million shares (at \$7.50 per share) of common stock when the transactions are

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completed. The closing of the private placement of the common stock is conditioned on the completion of the refinancing. The press release is attached as Exhibit 99.2 hereto and is incorporated herein by reference.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

- (c) Exhibits.
- 99.1 Press Release, dated June 12, 2001
 - 99.2 Press Release, dated June 19, 2001

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.

RITE AID CORPORATION

Dated: June 21, 2001 By: /s/ Elliot S. Gerson

Name: Elliot S. Gerson
Title: Senior Executive Vice President
and General Counsel

EXHIBIT INDEX

Exhibit No.	Description
99.1	Press Release, dated June 12, 2001
99.2	Press Release, dated June 19, 2001