

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): April 3, 2018 (March 29, 2018)**

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**The Providence Service Corporation**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-34221**  
(Commission  
File Number)

**86-0845127**  
(IRS Employer  
Identification No.)

**700 Canal Street, Third Floor  
Stamford, Connecticut**

**06902**

(Address of principal executive offices)

(Zip Code)

**Registrant's telephone number, including area code: (203) 307-2800**

(Former name or former address, if changed since last report)

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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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 8.01 Other Events.**

On March 29, 2018, The Providence Service Corporation's (the "Company") Board of Directors authorized an increase in the amount available for stock repurchases under the Company's existing stock repurchase program by \$78 million, and extended the existing stock repurchase program through June 30, 2019 (as amended and extended, the "Stock Repurchase Program"). After giving effect to the increase in the authorized repurchase amount, as of April 3, 2018, approximately \$100 million remains for additional repurchases by the Company under the Stock Repurchase Program, excluding commission payments. The share repurchases may be made from time-to-time through a combination of open market repurchases (including Rule 10b5-1 plans), privately negotiated transactions, accelerated share repurchase transactions and other derivative transactions. The timing, number and amount of any shares repurchased will be determined by the Company's officers at their discretion, and as permitted by securities laws, covenants under existing bank agreements and other legal requirements, and will be based on a number of factors, including an evaluation of general market and economic conditions and the trading price of the common stock. The Stock Repurchase Program may be suspended or discontinued at any time without prior notice. A copy of the press release is being furnished as Exhibit 99.1 to this Current Report on Form 8-K.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

Exhibit

Number

Description

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99.1	<a href="#">Press Release, dated April 3, 2018.</a>
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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.

THE PROVIDENCE SERVICE CORPORATION

Date: April 3, 2018

By: /s/ David Shackelton  
Name: David Shackelton  
Title: Chief Financial Officer

## Providence Service Corporation Announces an Increase to its Stock Repurchase Program

**STAMFORD, CONNECTICUT** - April 3, 2018 - The Providence Service Corporation (the "Company" or "Providence") (Nasdaq: PRSC) today announced that its Board of Directors has amended its ongoing stock repurchase program to add an additional \$78 million of capacity and extend the expiration date of the program from December 31, 2018 to June 30, 2019. As of April 3, 2018, and inclusive of this \$78 million increase, the Company has approximately \$100 million of share repurchase availability under its share repurchase program.

"The decision by Providence's Board to increase the capacity of our share repurchase program demonstrates our confidence in the continued strength and long-term growth prospects of our core business, LogistiCare," said Providence's interim CEO, Carter Pate. "Further building upon the success of our previous repurchase efforts, this increase also underscores our ongoing focus on our capital allocation strategy. Providence's financial position, including a strong balance sheet and solid cash generation, permits us to opportunistically return capital to our shareholders through buybacks while also committing capital towards our numerous value enhancement initiatives focused on driving revenue growth and margin expansion at LogistiCare."

Purchases under the Company's stock repurchase program may be made from time-to-time through a combination of open market repurchases (including Rule 10b5-1 plans), privately negotiated transactions, and accelerated share repurchase transactions, at the discretion of the Company's officers, and as permitted by securities laws, covenants under existing bank agreements, and other legal requirements. The stock repurchase program may be suspended or discontinued at any time. The timing, number and amount of any shares repurchased will be determined by Company management at its discretion and will be based on a number of factors, including its evaluation of general market and economic conditions and the trading price of the common stock.

### About Providence

The Providence Service Corporation owns subsidiaries and investments primarily engaged in the provision of healthcare services in the United States and workforce development services internationally. For more information, please visit [prscholdings.com](http://prscholdings.com).

### Forward-Looking Statements

Certain statements contained in this release constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements are based on current expectations, assumptions, estimates and projections about our business and our industry, and are not guarantees of our future performance. These statements are subject to a number of known and unknown risks, uncertainties and other factors which may cause actual events to be materially different from those expressed or implied herein, including factors disclosed in our annual report on Form 10-K and subsequent filings with the Securities and Exchange Commission. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date the statement was made. We undertake no obligation to update or revise any forward-looking statements contained in this release, whether as a result of new information, future events or otherwise, except as required by applicable law.

### Investor Relations Contact

Laurence Orton - VP Finance & Corporate Controller  
(203) 307-2800

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