

LAIDLAW INTERNATIONAL INC

Form SC TO-C

July 10, 2006

**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**  
**SCHEDULE TO**  
**TENDER OFFER STATEMENT UNDER SECTION 14(d)(1) OR SECTION 13(e)(1)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**  
**LAIDLAW INTERNATIONAL, INC.**  
(Name of Issuer)  
**LAIDLAW INTERNATIONAL, INC.**  
(Name of Filing Person (Offeror))  
Common Stock, \$0.01 par value  
(including the associated preferred share purchase rights attached thereto)  
(Title of Class of Securities)

50730R102  
(CUSIP Number of Class of Securities)

Beth Byster Corvino, Esq.  
Executive Vice President, General Counsel  
and Corporate Secretary  
Laidlaw International, Inc.  
55 Shuman Boulevard, Suite 400  
Naperville, Illinois 60563  
(630) 848-3000

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications  
on Behalf of the Filing Person(s))

\_\_\_\_\_  
Copy to:

Richard S. Meller, Esq.  
Latham & Watkins  
233 S. Wacker Drive, Suite 5800  
Chicago, Illinois 60606  
(312) 876-7700

CALCULATION OF FILING FEE

**Transaction valuation**

**Amount of filing fee\***

- \* Pursuant to General Instruction D to Schedule TO, no filing fee is required.
- o Check box if any part of the fee is offset as provided by Rule 0-11(a)(2) and identify the filing with which the offsetting fee was previously paid. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

Amount Previously Paid: Not applicable.  
Form or Registration No.: Not applicable.

Filing party: Not applicable.  
Date Filed: Not applicable.

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Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

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Check the appropriate boxes below to designate any transactions to which the statement relates:

- third-party tender offer subject to Rule 14d-1
- issuer tender offer subject to Rule 13e-4
- going private transaction subject to Rule 13e-3
- amendment to Schedule 13D under Rule 13d-2

Check the following box if the filing is a final amendment reporting the results of the tender offer

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**ITEMS 1-11.**

Not Applicable.

**ITEM 12. EXHIBITS.**

(a)(5)(i) Quarterly Report on Form 10-Q for the quarter ended May 31, 2006, filed by Laidlaw International, Inc. on July 10, 2006, and incorporated herein by reference.

**ITEM 13. INFORMATION REQUIRED BY SCHEDULE 13E-3.**

Not Applicable.

EXHIBIT INDEX

EXHIBIT NUMBER	DESCRIPTION
(a)(5)(i)	Quarterly Report on Form 10-Q for the quarter ended May 31, 2006, filed by Laidlaw International, Inc. on July 10, 2006, and incorporated herein by reference.

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