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LAIDLAW INTERNATIONAL INC
Form 8-A12G
July 16, 2003

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

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF
SECURITIES PURSUANT TO SECTION 12(b) OR 12(g) OF
THE SECURITIES EXCHANGE ACT OF 1934

LAIDLAW INTERNATIONAL, INC.
(Exact Name of Registrant as Specified in Its Charter)

DELAWARE
(State of Incorporation or Organization) 98-0390488
(I.R.S. Employer Identification No.)

55 SHUMAN BLVD., SUITE 400
NAPERVILLE, ILLINOIS 60563
(Address of Principal Executive Offices) (Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box. []

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective Pursuant to General Instruction A.(d), please check the following box. [X]

Securities Act registration statement file number
to which this form relates: _____
(If applicable)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class
to be so Registered

Name of Each Exchange on Which
Each Class is to be Registered

NONE

NONE

Securities to be registered pursuant to Section 12(g) of the Act:

PREFERRED STOCK PURCHASE RIGHTS
(Title of class)

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ITEM 1. DESCRIPTION OF REGISTRANT'S SECURITIES TO BE REGISTERED.

On June 23, 2003, in connection with the consummation of Laidlaw International, Inc.'s Third Amended Joint Plan of Reorganization, the Company declared a distribution of one right for each share of Common Stock, par value \$.01 per share, of the Company outstanding at the close of business on July 3, 2003, pursuant to the terms of a Rights Agreement, dated as of June 23, 2003, by and between the Company and Wells Fargo Bank Minnesota, National Association, as rights agent. The Rights Agreement also provides, subject to specified exceptions and limitations, that Common Shares issued or delivered from the Company's treasury after the Record Date will be entitled to and accompanied by Rights. The Rights are in all respects subject to and governed by the provisions of the Rights Agreement, a copy of which (including all exhibits thereto) is filed as Exhibit 4.1 hereto and incorporated herein by this reference. A summary description of the Rights is set forth in Exhibit B to the Rights Agreement.

ITEM 2. EXHIBITS

| Exhibit Number | Exhibit |
|-------------------|---|
| 4.1 | Rights Agreement, dated as of June 23, 2003, by and between Laidlaw International, Inc. and Wells Fargo Bank Minnesota, National Association, as rights agent (including a Form of Right Certificate as Exhibit A thereto and a Summary of Rights to Purchase Preferred Stock as Exhibit B thereto) (filed as Exhibit 4.3 to the Form 8-K filed on July 9, 2003 and incorporated herein by references). |

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

LAIDLAW INTERNATIONAL, INC.

By: /s/ Ivan R. Cairns

Name: Ivan R. Cairns
Title: Senior Vice President and
General Counsel

Date: July 16, 2003