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

FORM 8-K/A
(Amendment No. 1)

CURRENT REPORT
Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): July 21, 2014

APOLLO MEDICAL HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

Delaware	**000-25809**	**46-3837784**
(State or Other Jurisdiction of Incorporation)	**(Commission File Number)**	**(I.R.S. Employer Identification Number)**

700 N. Brand Blvd., Suite 220, Glendale, CA 91203
(Address of principal executive offices) (zip code)

(818) 396-8050
(Registrant's telephone number, including area code)

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

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 (see General Instruction A.2. below):

☐ 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))

EXPLANATORY NOTE

This Current Report on Form 8-K/A amends and supplements Item 9.01 of the Current Report on Form 8-K filed by Apollo Medical Holdings, Inc. (the "Company" or "Apollo"), with the Securities and Exchange Commission (the "SEC") on August 13, 2014 (the "Initial Form 8-K") to include the consolidated financial statements and pro forma financial information required by parts (a) and (b) of Item 9.01 of Form 8-K that were not available at the time of the filing of the Initial Form 8-K and are required to be filed by amendment no later than 71 calendar days after the Initial Form 8-K was required to be filed with the SEC. Such financial statements and pro forma financial information are required as a result of Apollo's July 22, 2014 ("Closing Date") acquisition of Southern California Heart Centers, A Medical Corporation, a medical group that provides professional medical services in Los Angeles County, California ("SCHC") pursuant to the terms of that certain Stock Purchase Agreement (the "Purchase Agreement") dated July 21, 2014, by and among SCHC, the shareholders of SCHC (the "Sellers") and a Company affiliate, SCHC Acquisition, A Medical Corporation ("Affiliate"), solely owned by Dr. Warren Hosseinion, Apollo's Chief Executive Officer which was filed with the SEC on August 14, 2014 as Exhibit 2.1 to Apollo's Quarterly Report on Form 10-Q for the quarter ended June 30, 2014 and is incorporated herein by reference. The acquisition was funded by an intercompany loan from Apollo Medical Management, Inc. ("AMM"), a wholly-owned subsidiary of the Company (which also provided an indemnity in favor of one of the Sellers relating to certain indebtedness of SCHC that remained outstanding following the closing of the acquisition) contemporaneously entered into a management services agreement with the Affiliate. As a result of the Affiliate's merger with and into SCHC on the Closing Date, SCHC became the counterparty to this management services agreement and is bound by its terms. AMM will manage all non-medical services for SCHC and will have exclusive authority over all non-medical decision making related to the ongoing business operations of SCHC. Accordingly, AMM is the primary beneficiary of SCHC, and its financial statements of SCHC will be consolidated as a variable interest entity with those of the Company from Closing Date. Accordingly, the Company was the accounting acquirer for purposes of this transaction ("Purchaser").

Item 9.01 Financial Statements and Exhibits.

(a) Financial Statements of Businesses Acquired

The audited financial statements of SCHC required by Item 9.01(a) of Form 8-K are filed herewith as Exhibit 99.1 and incorporated by reference in this Item 9.01(a).

(b) Unaudited Pro Forma Condensed Financial Information

On July 22, 2014, Apollo completed the acquisition of SCHC pursuant to the terms of the Purchase Agreement.

The unaudited pro forma condensed consolidated financial statements presented below are based on, and should be read in conjunction with:

- Apollo's historical financial statements and related notes thereto contained in its Annual Report on Form 10-K for the year ended January 31, 2014 filed with the SEC on May 8, 2014 (Apollo subsequently changed its fiscal year end to March 31);
- Apollo's historical financial statements and related notes thereto contained in its Quarterly Report on Form 10-QT for the two months ended March 31, 2014 filed with the SEC on July 8, 2014;
- Apollo's historical financial statements and related notes thereto contained in its Quarterly Report on Form 10-Q for the quarter ended June 30, 2014 filed with the SEC on August 14, 2014.

The pro forma financial information of the Company required by Item 9.01(b) of Form 8-K is filed herewith as Exhibit 99.2 and incorporated by reference in this Item 9.01(b).

Exhibit No.	Description
99.1	Audited Financial Statements of SCHC as of and for the years ended December 31, 2013 and 2012
99.2	Unaudited Pro Forma Condensed Consolidated Statement of Operation of the Company and SCHC for the year ended January 31, 2014 and Unaudited Pro Forma Condensd Balance Sheet and Statement of Operations as of and for the period from April 1, 2014 to June 30, 2014

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.

Date: October 6 , 2014

APOLLO MEDICAL HOLDINGS, INC.

By: /s/ Mitchell R. Creem
Mitchell R. Creem
Chief Financial Officer

Exhibit 99.1

SOUTHERN CALIFORNIA HEART CENTERS,
A MEDICAL CORPORATION

Independent Auditor's Report
and Financial Statements

For the Years Ended December 31, 2013 and 2012

SOUTHERN CALIFORNIA HEART CENTERS,
A MEDICAL CORPORATION

Independent Auditor's Report
and Financial Statements

Table of Contents

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors and Shareholders
Apollo Medical Holdings Inc.
Glendale, California

We have audited the accompanying financial statements of the Southern California Heart Centers, a Medical Corporation (the Company) in California, which comprise the balance sheets as of December 31, 2013 and 2012, and the related statements of operations, changes in stockholders' equity, and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Southern California Heart Centers, a Medical Corporation, as of December 31, 2013 and 2012, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Subsequent Event

As discussed in Note 9 to the financial statements, on July 22, 2014, the Company sold all the outstanding shares of the Company. Our opinion is not modified with respect to that matter.

/s/ Macias Gini & O'Connell LLP

Newport Beach, CA
October 6, 2014

This page left blank intentionally.

SOUTHERN CALIFORNIA HEART CENTERS,
A MEDICAL CORPORATION

BALANCE SHEETS
December 31, 2013 and 2012

	2013	2012
Assets:		
Current assets:		
Cash	$ 370,227	$ 219,035
Accounts receivable, net of allowance of $56,376 and $49,516 at December 31, 2013 and 2012, respectively	708,985	663,029
Prepaid expenses	122,236	121,030
Due from affiliate	67,714	1,644
Employee advances	15,577	35,365
Total current assets	1,284,739	1,040,103
Property and equipment, net	737,537	1,172,524
Other assets:		
Due from affiliate, less current portion	-	67,714
Deposit	5,770	5,770
Total assets	$ 2,028,046	$ 2,286,111
Liabilities:		
Current liabilities:		
Accounts payable and accrued expenses	$ 86,870	$ 170,210
Line of credit	-	150,000
Notes payable	271,010	464,588
Other liabilities	10,961	9,870
Total current liabilities	368,841	794,668
Notes payable, less current portion	850,769	878,676
Note payable - shareholder	80,000	80,000
Total liabilities	1,299,610	1,753,344
Stockholders' Equity:		
Common stock; no par value:		
Class A, 100,000 shares authorized, 10,000 shares issued and outstanding	10,000	10,000
Class B, 100 shares authorized, 20 shares issued and outstanding	-	-
Additional Paid-in Capital	150,000	-
Retained earnings	568,436	522,767
Total stockholders' equity	728,436	532,767
Total liabilities and stockholders' equity	$ 2,028,046	$ 2,286,111

See accompanying notes to financial statements.

SOUTHERN CALIFORNIA HEART CENTERS,
A MEDICAL CORPORATION

STATEMENTS OF OPERATIONS
For the Years Ended December 31, 2013 and 2012

	2013	2012
Revenues:		
Patient fees	$ 6,003,783	$ 5,750,677
Billing adjustments and refunds	(183,048)	(127,280)
Patient fees, net	5,820,735	5,623,397
Other operating revenues	76,777	63,473
Net revenues	5,897,512	5,686,870
Operating expenses:		
Cost of services	5,017,629	4,991,324
General and administrative expenses	242,402	268,603
Depreciation and amortization	508,778	641,891
Operating expenses	5,768,809	5,901,818
Income from operations	128,703	(214,948)
Interest expense, net	(82,234)	(104,229)
Income (loss) before provision for state income tax	46,469	(319,177)
Provision for state income taxes	(800)	(800)
Net income (loss)	$ 45,669	$ (319,977)

See accompanying notes to financial statements.

SOUTHERN CALIFORNIA HEART CENTERS,
A MEDICAL CORPORATION

STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
For the Years Ended December 31, 2013 and 2012

	Common Stock						
	Class A		Class B		Additional Paid-in Capital	Retained Earnings	Total
	Shares	Amount	Shares	Amount			
Balance, January 1, 2012	9,978	$ 10,000	22	$ -	$ -	$ 1,220,633	$ 1,230,633
Share issuance/cancellation on January 31, 2012	22	-	(2)	-	-	-	-
Net loss	-	-	-	-	-	(319,977)	(319,977)
Distributions	-	-	-	-	-	(377,889)	(377,889)
Balance, December 31, 2012	10,000	10,000	20	-	-	522,767	532,767
Capital contribution	-	-	-	-	150,000	-	150,000
Net income	-	-	-	-	-	45,669	45,669
Balance, December 31, 2013	10,000	$ 10,000	20	$ -	$ 150,000	$ 568,436	$ 728,436

See accompanying notes to financial statements.

SOUTHERN CALIFORNIA HEART CENTERS,
A MEDICAL CORPORATION

STATEMENTS OF CASH FLOWS
For the Years Ended December 31, 2013 and 2012

	2013	2012
Cash flows from operating activities:		
Net income (loss)	$ 45,669	$ (319,977)
Adjustment to reconcile net income (loss) to net cash provided by operating activities:		
Depreciation and amortization	508,778	641,891
Provision for medical billing adjustments	175,353	125,795
Changes in assets and liabilities:		
Accounts receivable	(221,309)	(206,595)
Prepaid expenses and employee advances	18,582	(42,147)
Due from affiliate	1,644	(69,358)
Deposits	-	2,393
Accounts payable and accrued expenses	(83,340)	124,720
Other liabilities	1,091	(83,790)
Total adjustments	400,799	492,909
Net cash provided by operating activities	446,468	172,932
Cash flows from investing activities:		
Repayment of loan to affiliate	-	141,679
Purchases of property and equipment	(73,791)	(108,945)
Net cash (used for) provided by investing activities	(73,791)	32,734
Cash flows from financing activities:		
Proceeds from line of credit	-	150,000
Distribution to shareholder	-	(377,889)
Contribution in capital	150,000	-
Payments on notes payable	(371,485)	(327,073)
Net cash used for financing activities	(221,485)	(554,962)
Net increase in cash and cash equivalents	151,192	(349,296)
Cash, at beginning of year	219,035	568,331
Cash, at end of year	$ 370,227	$ 219,035
Other cash flow information:		
Cash paid during the year for:		
Interest paid	$ 82,234	$ 104,229
Income taxes paid	800	800
Non-cash financing activity:		
Conversion of line of credit to note payable	150,000	-

See accompanying notes to financial statements.

Note 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Business Activity

Southern California Heart Centers (Company) was established in 1997 and provides cardiac clinic care and diagnostic testing. The Company has three locations: San Gabriel, Los Angeles and Industry. The Company also owns and operates Synergy Imaging Center offering patients magnetic resonance imaging (MRI), computed tomography scanning, ultrasound, digital x-ray imaging, and nuclear imaging.

Accounts Receivables

Trade accounts receivable is recorded net of an allowance for medical billing adjustments. The allowance is estimated from historical collections experience and projections of trends.

Statement of Cash Flows

For the purposes for the statement of cash flows, the Company considers all short-term investments with a maturity of three months or less to be cash equivalents.

Revenue Recognition

Fee-for-service revenue represents revenue earned under contracts in which the Company bills and collects the professional component of charges for medical services rendered by the Company's contracted and employed physicians. Under the fee-for-service arrangements, the Company bills patients for services provided and receives payment from patients or their third-party payers. Fee-for-service revenue is reported net of contractual allowances and policy discounts. All services provided are expected to result in cash flows and are therefore reflected as net revenue in the financial statements.

The Company has contracts with various individual practice associations and health maintenance organizations (HMO), preferred provider organizations (PPO), Medicare, and Medi-Cal. Revenues are reduced for contractual adjustments at the time of recognition for contracts the Company has with third-party payors and at the time of payment for those third-party payors that do not have a contract with the Company. For private pay patients, bad debt expense is recognized based on historical collection ratios.

The recognition of net fee-for-service revenue (gross charges less contractual allowances and bad debt) is dependent on such factors as proper completion of medical charts following a patient visit, the forwarding of such charts to the Company's billing center for medical coding and entering into the Company's billing system and the verification of each patient's submission or representation at the time services are rendered as to the payor(s) responsible for payment of such services. Revenue is recorded based on the information known at the time of entering of such information into the Company's billing systems.

Other income is primarily incentive payments received by the Company from the Center for Medicare and Medicaid Services for its demonstration of meaningful use every year. Incentive payments are recognized upon demonstration of meaningful use and receipt of incentives.

Property, Equipment and Depreciation
Property and equipment are stated at cost, less accumulated depreciation. Routine repairs and maintenance are charged to expense. Depreciation is provided by using the straight-line method based upon the following estimated useful asset lives:

	Years
Office furniture, fixtures, computers and software	5-7
Medical equipment	5-7
Leasehold improvements	39

Advertising
The Company expenses advertising costs as they are incurred. Advertising expense for the years ended December 31, 2013 and 2012 was $38,956 and $114,999, respectively.

Income Taxes
The Corporation has elected to be taxed under the provisions of Subchapter "S" of the Internal Revenue Code. Under these provisions, the Corporation does not pay Federal or state corporate taxes. Therefore, no provisions of income taxes have been recorded in these financial statements. Instead, the stockholders are liable for individual Federal and state income taxes on their respective shares of the Corporation's income, even though this income is not distributed. In addition to income taxes to stockholders, for California state tax purposes, an S corporation is taxed at the higher of 1.5% of taxable income or a minimum tax.

Uncertainty in Income Taxes
The Company recognizes tax benefits only to the extent that the Company believes it is "more likely than not" that its tax positions will be sustained upon examination by taxing authorities. The Company has not been examined by taxing authorities. However, the Company's tax returns are generally still open for examination by tax authorities for three years after they are filed. Management believes that all of its tax positions will be sustained if examined by taxing authorities, therefore no additional tax liabilities or related penalties and interest due to uncertain tax positions have been recorded.

Use of Estimates
The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

New Pronouncements

In October 2012, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2012-04, *Technical Corrections and Improvements*. The amendments in this update cover a wide range of topics in the Accounting Standards Codification. These amendments include technical corrections and improvements to the Accounting Standards Codification and conforming amendments related to fair value measurements. The amendments in this update were effective for the Company on January 1, 2013. The adoption of ASU 2012-04 did not have a material impact on the financial position or results of operations of the Company.

In March 2014, the FASB issued ASU No 2014-07, *Consolidation (Topic 810) - Applying Variable Interest Entities Guidance to Common Control Leasing Arrangements.* The new accounting standard allows a private company to elect, when certain conditions exist, not to apply the variable interest entity guidance to a lessor under common control. Instead the private company would make certain disclosures about the lessor and leasing arrangement. Application of this statement is effective for the year ending December 31, 2015. The Company is currently evaluating the impact this pronouncement will have on its financial statements.

In May 2014, the FASB issued ASU No 2014-09, *Revenue with Contracts from Customers (Topic 606).* The new accounting standard develops a common revenue standard that will remove inconsistencies and weaknesses in revenue requirements, provide a more robust framework for addressing revenue issues, improve comparability of revenue recognition practices, provide more useful information to users of financial statements and simplify the preparation of financial statements. Application of this statement is effective for the year ending December 31, 2018. The Company is currently evaluating the impact this pronouncement will have on its financial statements.

Note 2. CONCENTRATION OF CREDIT RISK

For the years ended December 31, 2013 and 2012, the Company's payor mix consisted of the following:

	2013		2012	
	Net Revenues	Accounts Receivable	Net Revenues	Accounts Receivable
IPA/HMO/PPO	46.6%	37.4%	41.4%	43.1%
Medicare	41.2%	21.7%	47.2%	18.1%
Medi-Cal	3.9%	8.7%	4.9%	8.2%
Patient Pay	8.3%	32.2%	6.5%	30.6%

At December 31, 2013 and 2012, the Company had cash deposits with financial institutions that exceeded the Federal Deposit Insurance Corporation (FDIC) limits in the amounts of $116,336 and $0, respectively.

Note 3. PROPERTY AND EQUIPMENT

Property and equipment consists of the following at December 31:

	2013	2012
Computer equipment and software	$ 113,189	$ 107,274
Furniture and fixtures	48,094	86,923
Medical equipment	2,046,219	4,151,189
Leasehold improvements	383,420	357,650
	2,590,922	4,703,036
Less accumulated depreciation	(1,853,385)	(3,530,512)
Property and equipment, net	$ 737,537	$ 1,172,524

Depreciation for the years ended December 31, 2013 and 2012, was $508,778 and $641,891, respectively.

Note 4. LINE OF CREDIT

In October 2012, the Company entered into a $250,000 revolving line of credit. The line of credit bears interest at the bank's adjusted prime rate, plus 1% and will be no less than 5%. The rate at December 31, 2012, was 5%. The line is secured by substantially all assets of the Company and is personally guaranteed by its majority shareholder. The outstanding balance as of December 31, 2012 was $150,000. In 2013, the line of credit was converted to a term loan (See Note 5).

In November 2013, the Company entered into a $50,000 revolving line of credit. The line of credit bears interest at the bank's adjusted prime rate, plus 1% and will be no less than 5%. The rate at December 31, 2012, was 5%. The line is secured by substantially all assets of the Company, is personally guaranteed by its majority shareholder and a term life insurance of the majority shareholder. The line matures in November 2014. The outstanding balance on the line of credit was $0 at December 31, 2013. The Company terminated the line of credit on July 16, 2014.

Note 5. NOTES PAYABLE

In August 2006, the Company entered into a $1,720,000 loan with a financial institution to purchase medical imaging equipment. The loan requires monthly principal and interest payments of $25,553 and matured in September 2013. The loan is secured by the purchased equipment and substantially all of the Company's assets and is personally guaranteed by the Company's majority shareholder. The interest rate is fixed at 7%. The outstanding balance of the loan at December 31, 2012, was $246,714 and was fully paid off in 2013.

In December 2007, the Company entered into a $1,119,537 loan with a financial institution to purchase medical imaging equipment. The note requires monthly principal and interest payments of $13,069 and matures in October 2017. The loan is secured by the purchased equipment and is personally guaranteed by the Company's majority shareholder. The interest rate is fixed at 6.89%. The outstanding balances of the loan at December 31, 2013 and 2012, were $534,500 and $649,595, respectively.

In July 2009, the Company entered into a $654,000 loan with a financial institution to purchase medical imaging equipment. The loan requires monthly payments of $7,494 in principal, interest and fee payments and matures in March 2018. The loan is secured by the purchased equipment and is personally guaranteed by the Company's majority shareholder. The interest is fixed 5.52%. The outstanding balance of the loan at December 31, 2013 and 2012, was of $343,770 and 407,914, respectively.

In February 2012, the Company entered into an $80,000 loan with a shareholder. The loan is payable in full on the maturity date of January 31, 2020. Interest is accrued annually at 1.24% and paid to shareholder.

In November 2013, the Company converted the 2012 line of credit to a term loan with a financial institution. The loan is secured by substantially all assets of the Company, is personally guaranteed by its majority shareholder and a term life insurance of the majority shareholder. The loan requires monthly payments of $7,445 in principal and interest and matures on November 15, 2016. The interest rate is fixed at 4.5%. The outstanding balance at December 31, 2013 was $243,508.

Included in the notes payable balance is a capital lease totaling $39,041. This amount was paid in full 2013. As the amount of the capital lease is not material the Company has not provided additional disclosure regarding this lease.

The following is a summary of principal maturities of notes payable during the next five years:

2014	$	271,010
2015		287,489
2016		297,556
2017		217,000
2018		48,724
Thereafter		80,000
		1,201,779
Less: Current maturities		271,010
Long-term debt	$	930,769

Note 6. RELATED PARTY TRANSACTIONS

The majority shareholder of the Company is also the sole shareholder of a related entity, which leases office space to the Company. At December 31, 2013 and 2012, the Company was the guarantor of debt of the related entity. The amount of the guarantee was $3,349,672 and $3,508,390 as of December 31, 2013 and 2012, respectively.

The term of the lease is for twenty-one years, ending August 2027. Rent is fixed at $43,870 per month with the lessee responsible for insurance, taxes, utilities, repairs and maintenance. The Company has evaluated its relationship with the related entity in accordance with ASC 810-10 and determined that the related entity does not constitute a variable interest entity

The Company had an outstanding receivable due from the related entity related to reimbursable costs incurred by the Company for building improvements. The outstanding balances at December 31, 2013 and 2012 were $67,714 and $69,358, respectively. Rent expense was $526,440 for each of the years ended December 31, 2013 and 2012.

Note 7. RETIREMENT PLAN

The Company has a 401k safe harbor profit-sharing plan covering substantially all of its employees. The required Company contributions to the plan are limited to 3% of the employees' annual compensation. The plan covers all eligible employees who are twenty-one years old and completed one year of service. The employees are fully vested after six-years with twenty percent vesting increment annually after the first year.

The contributions for the years ended December 31, 2013 and 2012 were $60,258 and $48,308, respectively.

Note 8. STOCKHOLDERS EQUITY

The Company has two classes of common stock: Class A and Class B. The Class A and B shares have similar terms except for voting rights. Shareholders of Class B common stock have exclusive voting rights on all matters requiring the vote of the shareholders, including without limitation the election of directors. Shareholders of Class A common stock have no voting rights, except as provided by law.

Note 9. SUBSEQUENT EVENTS

On July 22, 2014, all of the Company's outstanding shares were acquired by an entity controlled by the chief executive officer of Apollo Medical Holdings, Inc. (Affiliate).The Buyer acquired all of the outstanding shares of capital stock of the Company. The sole physician shareholder of the Buyer is the Chief Executive Officer of Apollo Medical Holdings, Inc. (Affiliate). The shares of the Company were acquired from the Sellers. The purchase price for the shares was (i) $2,000,000 in cash, (ii) $362,646 to pay off and discharge certain indebtedness of the Company, (iii) warrants to purchase up to 1,000,000 shares of the Affiliate's common stock at an exercise price of $1.00 per share and (iv) a contingent amount of up to $1,000,000 payable, if at all, in cash.

Management has evaluated disclosure for subsequent events through October 6, 2014 which is the date of the financial statements.

This page left blank intentionally.

Exhibit 99.2

UNAUDITED PRO FORMA CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The following unaudited pro forma condensed consolidated financial statements for the year ended January 31, 2014, and as of and for the period from April 1, 2014 to June 30, 2014, included in this filing are based upon the respective financial statements of Apollo Medical Holdings, Inc. (the Company or Apollo) and Southern California Heart Center (SCHC). SCHC has a fiscal year end of December 31, and for purposes of this pro forma presentation, these financial statements have been consolidated with Apollo's January 31, 2014 year end. On May 16, 2014, the board of directors of the Company approved a change to the Company's fiscal year end from January 31 to March 31. As the March 31, 2014 results comprise only 2 months which is less than full fiscal year, the unaudited pro forma condensed consolidated statements of operations is presented for the year ended January 31, 2014 and for the period from April 1, 2014 to June 30, 2014. The unaudited pro forma condensed consolidated balance sheet as of June 30, 2014 has been prepared as if the acquisition of SCHC occurred on June 30, 2014. The unaudited pro forma statement of operations for the year ended January 31, 2014 and for the period from April 1, 2014 to June 30, 2014 give effect to the SCHC acquisition as if it occurred on February 1, 2013. The historical financial information is adjusted in the unaudited pro forma condensed consolidated financial statements to only give effect to pro forma events that are (1) directly attributable to the acquisition; (2) factually supportable; and (3) with respect to the statement of operations, expected to have a continuing impact on the consolidated results of Apollo and SCHC. The unaudited pro forma condensed consolidated financial statements should be read in conjunction with the accompanying notes to the unaudited pro forma condensed consolidated financial statements presented below and with the separate historical financial statements of Apollo and SCHC.

The unaudited pro forma condensed consolidated financial statements are based on estimates and assumptions and are presented for illustrative purposes only and are not necessarily indicative of what the consolidated company's results of operations actually would have been had the acquisition been completed as of the dates indicated. Additionally, the unaudited pro forma condensed consolidated financial information are not necessarily indicative of the condensed consolidated financial position or results of operations in future periods or the results that actually would have been realized if the acquisition had been completed as of the dates indicated.

The unaudited pro forma adjustments related to the acquisition have been prepared using the acquisition method of accounting under existing U.S. generally accepted accounting principles, which are subject to change and interpretation and are based on a preliminary purchase consideration allocation. The allocation of purchase consideration for acquisitions requires extensive use of accounting estimates, assumptions and judgments to allocate the purchase consideration to the identifiable tangible and intangible assets acquired and liabilities assumed, based on their respective estimated fair values. The purchase consideration for SCHC was allocated to tangible and intangible assets acquired and liabilities assumed based on their estimated fair values at the acquisition date. Apollo engaged an independent third-party valuation firm to assist in determining the estimated fair values of identifiable intangible assets, warrant consideration and contingent consideration liability. Such valuations require significant estimates and assumptions including but not limited to estimating future cash flows and developing appropriate discount rates. Apollo believes the preliminarily estimated fair values assigned to the assets acquired are based on reasonable assumptions. The fair value estimates for the purchase consideration allocation may change if additional information becomes available. Differences between these purchase price allocations and any changes thereto could have a material impact on the unaudited pro forma condensed consolidated financial statements and Apollo's future results of operations and financial position.

The unaudited pro forma condensed consolidated financial statements do not reflect the realization of any potential operating synergies or savings or other operational improvements, if any, that the consolidated company may achieve as a result of the acquisition, the costs to integrate the operations of Apollo and SCHC on or the costs necessary to achieve potential operating synergies and revenue enhancements. No assurance can be given that cost saving synergies will be realized.

Pro forma adjustments are necessary to reflect the estimated purchase consideration and to adjust SCHC's net tangible and intangible assets and liabilities to estimated fair values. Pro forma adjustments are also necessary to reflect the amortization expense related to amortizable intangible assets related to the pro forma adjustments.

The pro forma adjustments to SCHC's assets and liabilities and allocation of purchase consideration are based on Apollo's preliminary estimates of the fair value of the assets to be acquired and liabilities to be assumed. Apollo made estimates of fair value of SCHC on assets acquired and liabilities assumed using reasonable assumptions based on historical experience and information obtained from SCHC's management.

APOLLO MEDICAL HOLDINGS, INC.
UNAUDITED PRO FORMA CONDENSED CONSOLDIATED
STATEMENT OF OPERATIONS
For the year ended January 31, 2014

	Historical		Pro Forma Adjustments (Note 5)		Pro Forma Consolidated
	Apollo	SCHC			
Net revenues	$ 10,484,305	$ 5,897,512	$ -		$ 16,381,817
Costs and expenses:					
Cost of services	9,076,213	5,017,629	-		14,093,842
General and administrative	5,286,610	242,402	-		5,529,012
Depreciation and amortization	31,361	508,778	130,999	(b)	671,138
Total costs and expenses	14,394,184	5,768,809	130,999	-	20,293,992
(Loss) income from operations	(3,909,879)	128,703	(130,999)		(3,912,175)
Other (expense) income:					
Interest expense, net	(679,184)	(82,234)	35,618	(c)	(725,800)
Other	49,702	-	-		49,702
Total other (expense) income	(629,482)	(82,234)	35,618		(676,098)
(Loss) income before provision for income taxes	(4,539,361)	46,469	(95,381)		(4,588,273)
Provision for income taxes	19,513	800	1,431	(d)	21,744
Net (loss) income	$ (4,558,874)	$ 45,669	$ (96,812)	(n)	$ (4,610,017)
Weighted average shares outstanding:					
Basic and diluted	36,661,648	-	-	(m)	36,661,648
Net loss per share:					
Basic and diluted	$ (0.12)	$ -	$ -	(m)	$ (0.13)

See accompanying notes to unaudited pro forma condensed consolidated financial statements.

APOLLO MEDICAL HOLDINGS, INC.
UNAUDITED PRO FORMA CONDENSED CONSOLIDATED
STATEMENT OF OPERATIONS
For the three months ended June 30, 2014

	Historical		Pro Forma		
	Apollo	SCHC	Adjustments (Note 5)		Pro Forma Consolidated
Net revenues	$ 4,094,486	$ 1,686,671	$ -		$ 5,781,157
Costs and expenses:					
Cost of services	3,259,839	1,037,709	-		4,297,548
General and administrative	2,009,332	295,312	(124,166)	(a)	2,180,478
Depreciation and amortization	11,899	78,477	32,749	(b)	123,125
Total costs and expenses	5,281,070	1,411,498	(91,417)	-	6,601,151
Loss from operations	(1,186,584)	275,173	91,417	-	(819,994)
Other (expense) income:					
Interest expense	(276,867)	(15,556)	12,317	(c)	(280,106)
Change in fair value of common stock warrant liability	(30,005)	-	-		(30,005)
Other	(2,476)	-	-		(2,476)
Total other expense	(309,348)	(15,556)	12,317	-	(312,587)
Loss before provision for income taxes	(1,495,932)	259,617	103,734		(1,132,581)
Provision for income taxes	11,602	-	1,556	(d)	13,158
Net (loss) income	(1,507,534)	259,617	102,178		(1,145,739)
Net income attributable to noncontrolling interest	(170,207)	-	-		(170,207)
Net (loss) income attributable to Apollo Medical Holdings, Inc.	$ (1,677,741)	$ 259,617	$ 102,178	(n)	$ (1,315,946)
Weighted average shares outstanding:					
Basic and diluted	49,134,549	-	-	(m)	49,134,549
Net loss per share:					
Basic and diluted	$ (0.03)	$ -	$ -	(m)	$ (0.03)

See accompanying notes to unaudited pro forma condensed consolidated financial statements.

APOLLO MEDICAL HOLDINGS, INC.
UNAUDITED PRO FORMA CONDENSED CONSOLIDATED
BALANCE SHEET
As of June 30, 2014

	Historical		Pro Forma Adjustments (Note 5)		Pro Forma Consolidated
	Apollo	SCHC			
ASSETS					
Current Assets:					
Cash and cash equivalents	$ 5,762,423	$ 624,099	$ (2,787,889)	(e), (o)	$ 3,598,633
Marketable securities	407,682	-	-		407,682
Restricted cash	40,000	-	-		40,000
Accounts receivable, net	1,531,405	782,101	58,332	(o)	2,371,838
Due from affiliates	38,638	67,714	-		106,352
Prepaid expenses	59,664	81,760	670	(o)	142,094
Deferred tax asset	-	-	-		-
Total current assets	7,839,812	1,555,674	(2,728,887)		6,666,599
Deferred financing costs, net	337,978	-	-		337,978
Property and equipment, net	99,222	596,870	(12,493)	(o)	683,599
Intangible assets, net	211,427	17,333	1,113,667	(f)	1,342,427
Goodwill	278,135	-	1,245,745	(g)	1,523,880
Other assets	38,681	5,770	60,993	(o)	105,444
TOTAL ASSETS	$ 8,805,255	$ 2,175,647	$ (320,975)		$ 10,659,927
LIABILITIES AND STOCKHOLDERS' EQUITY					
Current Liabilities:					
Accounts payable and accrued liabilities	$ 1,482,682	$ 126,294	$ (2,681)	(o)	$ 1,606,295
Medical liabilities	1,137,395	-	-		1,137,395
Notes and line of credit payable, net- current portion	392,264	279,123	(150,635)	(o)	520,752
Holdback liability	136,822	-	-		136,822
Contingent consideration	-	-	827,000	(h)	827,000
Total current liabilities	3,149,163	405,417	673,684		4,228,264
Warrant liability	2,384,629	-	-		2,384,629
Notes payable, net- non-current portion	5,282,736	789,149	(454,055)	(i)	5,617,830
Convertible notes payable, net	981,688	-	-		981,688
Deferred tax liability	-	-	30,477	(l)	30,477
Total liabilities	11,798,216	1,194,566	250,106		13,242,888
Preferred stock	-	-	-		-
Common stock	49,135	10,000	(10,000)	(k)	49,135
Additional paid-in capital	15,202,504	150,000	260,000	(k), (j)	15,612,504
Accumulated other comprehensive income	18,589	-	-	(k)	18,589
(Accumulated deficit) retained earnings	(18,025,329)	821,081	(821,081)	(k), (o)	(18,025,329)
Stockholders' (deficit) equity	(2,755,101)	981,081	(571,081)		(2,345,101)
Non-controlling interest	(237,860)	-	-		(237,860)
Total	(2,992,961)	981,081	(571,081)		(2,582,961)
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 8,805,255	$ 2,175,647	$ (320,975)		$ 10,659,927

See accompanying notes to unaudited pro forma condensed consolidated financial statements.

Note 1 – Description of Transaction

Pursuant to the terms of that certain Stock Purchase Agreement dated as of July 21, 2014 (the "Purchase Agreement"), by and among Southern California Heart Centers, A Medical Corporation ("SCHC"), the shareholders of SCHC (the "Sellers") and a Company affiliate, SCHC Acquisition, A Medical Corporation ("Affiliate"), which was solely owned by Dr. Warren Hosseinion, Apollo's Chief Executive Officer dated July 21, 2014 to acquire all of the issued and outstanding shares of SCHC, a medical group that provides professional medical services in Los Angeles County, California. The acquisition was funded by an intercompany loan from Apollo Medical Management, Inc. ("AMM"), a wholly-owned subsidiary of the Company, and AMM contemporaneously entered into a management services agreement with the Affiliate on the Closing Date. As a result of the Affiliate's merger with and into SCHC on the Closing Date, SCHC became the counterparty to this management services agreement and is bound by its terms. Because AMM will manage all non-medical services for SCHC and will have exclusive authority over all non-medical decision making related to the ongoing business operations of SCHC, AMM is the primary beneficiary of SCHC, and its financial statements will be consolidated as a variable interest entity with those of the Company from Closing Date. Accordingly, the Company was the accounting acquirer for purposes of this transaction ("Purchaser").

The Purchase Agreement provided a $2,000,000 cash payment for the shares of SCHC and a $428,391 cash payment for the discharge of certain indebtedness and other obligations of SCHC, warrants to purchase up to 1,000,000 shares of the Company's common stock at an exercise consideration of $1.00 per share and a contingent amount of up to $1,000,000 payable, if at all, in cash.

As a result of the acquisition, Apollo acquired an assembled sales force and provider network relationships which enhanced its existing service base.

Note 2 – Basis of Presentation

The accompanying unaudited pro forma condensed consolidated financial statements for the year ended January 31, 2014, and as of and for the period from April 1, 2014 to June 30, 2014, included in this filing are based upon the respective financial statements of Apollo Medical Holdings, Inc. (the Company or Apollo) and Southern California Heart Center (SCHC). SCHC has a fiscal year end of December 31, and for purposes of this pro forma presentation, these financial statements have been consolidated with Apollo's January 31, 2014 year end. On May 16, 2014, the board of directors of the Company approved a change to the Company's fiscal year end from January 31 to March 31. As the March 31, 2014 results comprise only 2 months which is less than full fiscal year, the unaudited pro forma condensed consolidated statements of operations is presented for the year ended January 31, 2014 and for the period from April 1, 2014 to June 30, 2014. The unaudited pro forma condensed consolidated balance sheet as of June 30, 2014 has been prepared as if the acquisition of SCHC occurred on June 30, 2014. The unaudited pro forma statement of operations for the year ended January 31, 2014 and for the period from April 1, 2014 to June 30, 2014 give effect to the SCHC acquisition as if it occurred on February 1, 2013. The unaudited pro forma condensed consolidated financial information was prepared were prepared under United States Generally Accepted Accounting Principles ("GAAP").

The acquisition is accounted for under the acquisition method of accounting in accordance with the Financial Accounting Standards Board Accounting Standards Codification ("ASC") Topic 805, *Business Combinations.* Under the acquisition method of accounting, the total purchase price, calculated as described in Note 4 to these unaudited pro forma condensed consolidated financial statements, is allocated to the net tangible and intangible assets acquired and liabilities assumed of SCHC based on their preliminarily estimated fair values. The allocation of purchase consideration for acquisitions requires extensive use of accounting estimates, assumptions and judgments to allocate the purchase consideration to the identifiable tangible and intangible assets acquired and liabilities assumed based on their respective estimated fair values. The purchase consideration for SCHC was allocated to tangible and intangible assets acquired and liabilities assumed based on their preliminarily estimated fair values at the acquisition date. Apollo engaged an independent third-party valuation firm to assist in determining the estimated fair values of identifiable intangible assets, warrant consideration and the contingent consideration liability. Such a valuation requires significant estimates and assumptions including but not limited to determining the timing of and estimating future cash flows and developing appropriate discount rates. Apollo believes the preliminarily estimated fair values assigned to the assets acquired and liabilities assumed are based on reasonable assumptions. The fair value estimates for the purchase consideration allocation may change if additional information becomes available. Differences between these purchase consideration allocations and any changes thereto could have a material impact on the unaudited pro forma condensed consolidated financial statements and Apollo's future results of operations and financial position.

Certain reclassifications have been made to the fiscal year 2014 historical financial statements of Apollo and SCHC to conform them to the fiscal year 2015 presentation.

Note 3 – Accounting Policies

As a result of the continuing review of SCHC's accounting policies, Apollo may identify differences between the accounting policies of the two companies that, when conformed, could have a material impact on the pro forma condensed consolidated financial statements. At this time, Apollo is not aware of any differences that would have a material impact on the pro forma condensed consolidated financial statements. The unaudited pro forma condensed consolidated financial statements do not assume any differences in accounting policies.

Note 4 – Purchase Price

The total consideration paid by Apollo on the closing date of $3,665,391 consisted of cash consideration of $2,428,391, 1,000,000 warrants to acquire common shares of Apollo common stock for $1.00 per share with a fair value of $410,000, and contingent consideration of up to $1,000,000 in future cash payments with a fair value of $827,000.

The Company also assumed a note payable to a financial institution of $463,582 at the Closing Date, which it repaid in September 2014.

The contingent consideration is up to an additional aggregate of $1,000,000 in cash payable to the Sellers for the performance of professional medical services pursuant to employment agreements between Apollo and the Sellers effective as of the Closing Date. Each Seller will be eligible to receive additional consideration measured on each of December 31, 2014 and 2015, and on each of June 30, 2015 and 2016, based on achieving work relative value units ("wRVUs") above an agreed upon baseline. The wRVUs are established by the Centers for Medicare and Medicaid Services ("CMS"), and are updated by CMS from time to time.

Apollo will remeasure the fair value of the contingent consideration at each reporting period; with any changes in fair value being recorded in the current period's consolidated statement of operations as compensation expense.

Fair Value Estimate of Assets Acquired and Liabilities Assumed

Under the acquisition method of accounting, the total purchase consideration is allocated to SCHC's net tangible and intangible assets acquired and liabilities assumed based on their estimated fair values as of the closing date. The excess of the purchase consideration over the fair value of assets acquired and liabilities assumed was allocated to goodwill. The goodwill acquired is not deductible for tax purposes. For purposes of presentation in the unaudited pro forma condensed consolidated financial information the following table summarizes the preliminary fair value estimate of the net assets acquired as of the Closing Date:

Cash and cash equivalents	$ 264,601
Accounts receivable	840,433
Receivable from affiliate	67,714
Prepaid expenses and other current assets	82,430
Property and equipment	584,377
Identifiable intangible assets	1,131,000
Goodwill	1,245,745
Other assets	66,762
Total assets acquired	4,283,062
Accounts payable and accrued liabilities	123,613
Note payable to financial institution	463,582
Deferred tax liability	30,477
Total liabilities assumed	617,671
Net assets acquired	$ 3,665,391

The acquired intangible assets consisted as follows in the table below:

	Value of Intangible Assets Acquired	Weighted-Average Amortization Period (Years)
Network relationships	$ 920,000	12
Trade name	110,000	5
Non-compete agreements	101,000	3
Total identifiable intangible assets	$ 1,131,000	

Purchase consideration adjustments recorded subsequent to the closing date of July 22, 2014 will affect the recorded amount of goodwill. Goodwill acquired at July 22, 2014 will differ from the estimated amount included in the accompanying unaudited pro forma condensed consolidated financial statements prepared as of June 30, 2014.

Note 5 – Unaudited Pro Forma Adjustments

Pro forma adjustments are necessary to reflect the total purchase price, to reflect amounts related to SCHC's net tangible and intangible assets at an amount equal to the estimated fair values on the closing date, and to reflect changes in amortization expense resulting from the preliminarily estimated fair value adjustments to net intangible assets. The unaudited pro forma condensed consolidated financial statements should be read in conjunction with the accompanying notes to the unaudited pro forma condensed consolidated financial statements presented below and with the separate historical financial statements of Apollo and SCHC.

Adjustments included in the column under the heading "Pro Forma Adjustments" represent the following:

(a) Reflects elimination of acquisition-related transaction costs directly attributable to the acquisition, as they do not have a continuing impact on the consolidated entity's results.

(b) Reflects estimated adjustment to amortization expense for the intangible asset recorded prior to the acquisition and acquired as part of the acquisition, as follows:

	Year ended January 31, 2014	Three months ended June 30, 2014
Eliminate Target's historical intangible asset amortization expense	$ (1,334)	$ (334)
Estimated amortization expense of acquired intangible assets	132,333	33,083
Adjustment	$ 130,999	$ 32,749

(c) Reflects the adjustment of interest expense recorded for the elimination of SCHC's indebtedness that was repaid in connection with the acquisition.

(d) Reflects an estimate of the income tax impact of the acquisition, primarily related to the elimination of the acquisition-related transaction costs and the estimated adjustment to intangible asset amortization expense.

(e) Reflects total cash consideration paid by Apollo on the closing date of $2.4 million, which was funded by the use of Apollo cash and cash equivalents on hand.

(f) Reflects an adjustment to intangible assets to an estimate of fair value as follows:

Eliminate Target's historical intangible asset	$ (17,333)
Estimated fair value of intangible assets acquired	1,131,000
Adjustment	$ 1,113,667

(g) Reflects the portion of the total purchase consideration allocated to goodwill based on the estimated fair value of the total purchase consideration less the estimated fair values assigned to identifiable tangible and intangible assets acquired and liabilities assumed on the closing date.

(h) Reflects the estimated fair value of contingent consideration due upon achievement of certain performance as part of the acquisition consideration.

(i) Reflects amount used to partially reduce SCHC's outstanding indebtedness at the acquisition date.

(j) Reflects the estimated fair value of warrants as part of the acquisition consideration.

(k) Reflects the elimination of SCHC's historical equity as part of the acquisition.

(l) Reflects the adjustment for net deferred tax liability in connection with the SCHC acquisition which was established related to the fair value adjustments of the net assets acquired over their respective tax bases. No deferred taxes were provided for goodwill as the goodwill is not deductible for tax purposes.

(m) Pro forma basic and diluted net loss per share is calculated by dividing the pro forma consolidated net loss by the pro forma weighted average shares outstanding.

(n) The management services agreement between the Company and SCHC provides for the Company to receive as a management fee of 20% of collected revenues and reimbursement of certain direct expenses. Due to the affiliated nature of the arrangement and the Company's right to all residual returns (and obligation to fund any losses) of SCHC, a noncontrolling interest in the earnings and losses of SCHC has not been provided. Management fees are eliminated in consolidation in the ordinary course.

(o) Reflects adjustment to the SCHC balance sheet to reflect balances as of July 22, 2014.