
**UNITED STATES
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 14, 2013**

CLEAN HARBORS, INC.

(Exact name of registrant as specified in its charter)

Massachusetts
(State or other jurisdiction
of incorporation)

001-34223
(Commission
File Number)

04-2997780
(IRS Employer
Identification No.)

**42 Longwater Drive, Norwell,
Massachusetts**
(Address of principal executive offices)

02061-9149
(Zip Code)

Registrant's telephone number, including area code **(781) 792-5000**

Not Applicable

(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:

- 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))
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Item 7.01 Regulation FD Disclosure

As previously reported, during the first quarter of 2013, Clean Harbors, Inc. (the “Company” or “we”) adjusted its operating segments to integrate the business activities of Safety-Kleen, Inc. and its subsidiaries (collectively, “Safety-Kleen”) acquired in December 2012, and to incorporate other changes made in 2013 to the manner in which the Company manages its business, makes operating decisions and assesses its performance. The Company’s operations are now managed in five reportable segments: Technical Services, Oil Re-refining and Recycling, SK Environmental Services, Industrial and Field Services and Oil and Gas Field Services. Of those segments, Oil Re-refining and Recycling, and SK Environmental Services, consist of operations which we acquired as part of Safety-Kleen. No revenue, expense, income or loss of Safety-Kleen was included in the Company’s consolidated statements of income for the year ended December 31, 2012 due to the immateriality of the operating results subsequent to the December 28, 2012 acquisition date.

Performance of the segments is evaluated on several factors, of which the primary financial measure is “Adjusted EBITDA,” which consists of net income plus accretion of environmental liabilities, depreciation and amortization, net interest expense, provision for income taxes and pre-tax, non-cash acquisition accounting adjustments. Also excluded are other expense (income), loss on early extinguishment of debt and income from discontinued operations, net of tax as these amounts are not considered part of usual business operations. Transactions between the segments are accounted for at the Company’s estimate of fair value based on similar transactions with outside customers. The operations not managed through the Company’s five reportable segments are recorded as “Corporate Items.” Corporate Items revenues consist of two different operations for which the revenues are insignificant. Corporate Items cost of revenues represents certain central services that are not allocated to the five segments for internal reporting purposes. Corporate Items selling, general and administrative expenses include typical corporate items such as legal, accounting and other items of a general corporate nature that are not allocated to the Company’s five reportable segments.

Exhibit 99.1 to this report on Form 8-K provides an unaudited recast summary reflecting the effects of the above reporting changes on the Company’s historical segment level operating results for the four fiscal quarters and full year ended December 31, 2012. The information contained in this report and attached Exhibit 99.1 is being furnished pursuant to Regulation FD in order to provide the financial community with summary financial information and historical data that is on a basis consistent with how we report current financial information. Beginning with the first quarter ended March 31, 2013, the prior year segment information has been recast to conform to the current year presentation.

The recasting of previously issued financial information in attached Exhibit 99.1 does not represent a restatement of previously-issued financial statements and does not affect our reported net income, earnings per share, total assets, or stockholders’ equity for any of the previously reported periods.

The information furnished in Item 7.01, including attached Exhibit 99.1, shall not be deemed “filed” for any purpose, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended, regardless of any general incorporation language in any such filing. This report shall not be deemed an admission as to the materiality of any information in this report and attached Exhibit 99.1 that is provided in connection with Regulation FD.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

Exhibit No.	Description
99.1	2012 Unaudited Recast Segment Information by Quarter and Full Year

SIGNATURES

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Clean Harbors, Inc.
(Registrant)

June 14, 2013

/s/ James M. Rutledge
Vice Chairman, President and Chief Financial Officer

2012 Unaudited Recast Segment Information by Quarter and Full Year

The table below presents reportable segment results as recast (unaudited, in thousands):

	Summary of Operations (in thousands)				
	For the Three Months Ended				For the Year Ended
	March 31, 2012	June 30, 2012	September 30, 2012	December 31, 2012	December 31, 2012
Third Party Revenues:					
Technical Services	\$ 221,637	\$ 243,321	\$ 247,355	\$ 245,451	\$ 957,764
Industrial and Field Services	202,779	202,618	203,371	219,351	828,119
Oil and Gas Field Services	146,905	76,849	82,812	93,983	400,549
Corporate Items	701	330	268	177	1,476
Total	<u>\$ 572,022</u>	<u>\$ 523,118</u>	<u>\$ 533,806</u>	<u>\$ 558,962</u>	<u>\$ 2,187,908</u>
Direct Revenues:					
Technical Services	\$ 231,196	\$ 252,186	\$ 254,971	\$ 253,343	\$ 991,696
Industrial and Field Services	191,570	191,406	194,594	209,683	787,253
Oil and Gas Field Services	148,828	79,718	84,640	96,167	409,353
Corporate Items	428	(192)	(399)	(231)	(394)
Total	<u>572,022</u>	<u>523,118</u>	<u>533,806</u>	<u>558,962</u>	<u>2,187,908</u>
Cost of Revenues (exclusive of items shown separately)					
(1):					
Technical Services	156,412	163,706	169,484	170,387	659,989
Industrial and Field Services	142,566	136,341	138,105	152,253	569,265
Oil and Gas Field Services	99,669	64,254	63,725	74,051	301,699
Corporate Items	1,668	3,322	1,626	3,052	9,668
Total	<u>400,315</u>	<u>367,623</u>	<u>372,940</u>	<u>399,743</u>	<u>1,540,621</u>
Selling, General and Administrative Expenses:					
Technical Services	22,873	19,959	17,246	21,800	81,878
Industrial and Field Services	14,926	14,507	13,211	16,413	59,057
Oil and Gas Field Services	8,963	7,493	6,783	7,367	30,606
Corporate Items	23,997	24,835	23,099	30,048	101,979
Total	<u>70,759</u>	<u>66,794</u>	<u>60,339</u>	<u>75,628</u>	<u>273,520</u>
Adjusted EBITDA (2):					
Technical Services	51,911	68,521	68,241	61,156	249,829
Industrial and Field Services	34,078	40,558	43,278	41,017	158,931
Oil and Gas Field Services	40,196	7,971	14,132	14,749	77,048
Corporate Items	(25,237)	(28,349)	(25,124)	(33,331)	(112,041)
Total	<u>\$ 100,948</u>	<u>\$ 88,701</u>	<u>\$ 100,527</u>	<u>\$ 83,591</u>	<u>\$ 373,767</u>

(1) Items shown separately consist of (i) accretion of environmental liabilities and (ii) depreciation and amortization.

(2) The following is a reconciliation of net income to Adjusted EBITDA (unaudited, in thousands):

	For the Three Months Ended				For the Year Ended
	March 31, 2012	June 30, 2012	September 30, 2012	December 31, 2012	December 31, 2012
Net income	\$ 32,015	\$ 23,426	\$ 12,359	\$ 61,874	\$ 129,674
Accretion of environmental liabilities	2,416	2,505	2,488	2,508	9,917
Depreciation and amortization	36,831	38,663	41,300	44,852	161,646
Other expense	299	75	91	337	802
Loss on early extinguishment of debt	—	—	26,385	—	26,385
Interest expense, net	11,272	10,968	11,596	13,451	47,287
Provision (benefit) for income taxes	18,115	13,064	6,308	(39,431)	(1,944)
Adjusted EBITDA	<u>\$ 100,948</u>	<u>\$ 88,701</u>	<u>\$ 100,527</u>	<u>\$ 83,591</u>	<u>\$ 373,767</u>