
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): December 15, 2008 (December 15, 2008)

ALLIED HEALTHCARE INTERNATIONAL INC.

(Exact Name of Registrant as Specified in Charter)

1-11570

(Commission File Number)

13-3098275

(IRS Employer Identification Number)

New York

(State or Other Jurisdiction of Incorporation)

245 Park Avenue, New York, New York 10167

(Address of Principal Executive Offices)

(212) 750-0064

(Registrant's Telephone Number, Including Area Code)

(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.
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act.
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act.
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act.
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ITEM 8.01. OTHER EVENTS.

On December 15, 2008, Allied Healthcare International Inc. (the "Company") issued a press release in which it announced that it had been advised that Washington & Congress Capital Partners, L.P. ("Washington & Congress") is distributing to its partners 7,697,578 shares of common stock of the Company held by Washington & Congress. A copy of the press release is attached to this Form 8-K.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

99.1 Press release, dated December 15, 2008, of Allied Healthcare International Inc.

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.

Dated: December 15, 2008

ALLIED HEALTHCARE INTERNATIONAL INC.

By: /s/ Marvet Abbassi

Name: Marvet Abbassi

Title: Financial Controller

<DOCUMENT>
<TYPE> EX-99.1
<FILENAME> y00780exv99w1.htm
<DESCRIPTION> EX-99.1: PRESS RELEASE
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Washington & Congress Capital Partners, L.P. Liquidates, Distributes Allied Healthcare Shares

*Distribution Was Part of Normal
Wind-Up and Dissolution Activities*

NEW YORK—DECEMBER 15, 2008—Allied Healthcare International Inc. (NASDAQ: AHCI; AIM: AHI; <http://www.alliedhealthcare.com>) has been advised that Washington & Congress Capital Partners, L.P., an investment partnership, is distributing in kind to its partners 7,697,578 shares of Allied common stock. Washington & Congress has informed Allied that the distribution of Allied shares were made as part of Washington & Congress's normal wind-up and dissolution activities. The shares of common stock will be distributed to a total of 56 different recipients.

About Allied Healthcare International Inc.

Allied Healthcare International Inc. (<http://www.alliedhealthcare.com>) is a leading provider of flexible healthcare staffing services in the United Kingdom. Allied operates a community-based network of approximately one hundred branches with the capacity to provide carers (known as home health aides in the U.S.), nurses, and specialized medical personnel to locations covering approximately 90% of the U.K. population. Allied meets the needs of private patients, community care, nursing and care homes, and hospitals.

Forward-Looking Statements

Certain statements contained in this news release may be forward-looking statements. These forward-looking statements are based on current expectations and projections about future events. Actual results could differ materially from those discussed in, or implied by, these forward-looking statements. Factors that could cause actual results to differ from those implied by the forward-looking statements include: general economic and market conditions; Allied's ability to continue to recruit and retain flexible healthcare staff; Allied's ability to enter into contracts with local government social services departments, NHS Trusts, hospitals and other healthcare facility clients on terms attractive to Allied; the general level of patient occupancy at our clients' hospitals and healthcare facilities; dependence on the proper functioning of Allied's information systems; the effect of existing or future government regulation of the healthcare industry, and Allied's ability to comply with these regulations; the impact of medical malpractice and other claims asserted against Allied; the effect of regulatory change that may apply to Allied and that may increase costs and reduce revenues and profitability; Allied's ability to use net operating loss carry forwards to offset net income; the effect that fluctuations in foreign currency exchange rates may have on our dollar-denominated results of operations; and the impairment of goodwill, of which Allied has a substantial amount on the balance sheet, may have the effect of decreasing earnings or increasing losses. Other factors that could cause actual results to differ from those implied by the forward-looking statements in this press release include those described in Allied's most recently filed SEC documents, such as its most recent annual report on Form 10-K, all quarterly reports on Form 10-Q and any current reports on Form 8-K filed since the date of the last Form 10-K. Allied undertakes no obligation to publicly update or revise any forward- looking statements, whether as a result of new information, future events, or otherwise.

Allied Healthcare International Inc.
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or

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