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

FORM S-8  
REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933

**Bausch Health Companies Inc.**  
(Exact Name of Registrant as Specified in Its Charter)

**British Columbia, Canada**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**98-0448205**  
(I.R.S. Employer  
Identification Number)

**2150 St. Elzéar Blvd. West**  
**Laval, Quebec**  
**Canada, H7L 4A8**  
**(514) 744-6792**  
(Address of Principal Executive Offices)

**Bausch Health Companies Inc. 2014 Omnibus Incentive Plan**  
(Full Title of the Plan)

**John S. Barresi**  
**Senior Vice President, Controller & Chief Accounting Officer & Interim Chief Financial Officer**  
**Bausch Health Companies Inc.**  
**c/o Bausch Health US, LLC**  
**400 Somerset Corporate Blvd.**  
**Bridgewater, NJ 08807**  
**(866) 246-8245**  
(Name, Address, Including Zip Code, and Telephone Number, Including Area Code, of Agent For Service)

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company" and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer   
Non-accelerated filer  (Do not check if a smaller reporting company)

Accelerated filer   
Smaller reporting company   
Emerging Growth Company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act.

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## EXPLANATORY NOTE

This Registration Statement has been prepared and filed pursuant to and in accordance with the requirements of General Instruction E to Form S-8 for the purpose of registering an additional 20,000,000 Common Shares, no par value (“Common Shares”), of Bausch Health Companies Inc. (the “Company” or “Registrant”) that are issuable at any time or from time to time under the Bausch Health Companies Inc. 2014 Omnibus Incentive Plan, as amended and restated effective as of May 14, 2024 (the “Plan”), and any additional Common Shares that become issuable under the Plan by reason of any stock dividend, stock split, or other similar transaction pursuant to Rule 416(a) under the Securities Act of 1933, as amended (the “Securities Act”).

Pursuant to General Instruction E, the contents of the Registration Statements on Form S-8 filed for the Plan with the Securities and Exchange Commission (the “Commission”) on May 21, 2014 (Registration No. 333-196120), August 10, 2018 (Registration No. 333-226786), May 7, 2020 (Registration No. 333-226786), August 9, 2022 (Registration No. 333- 264728) and August 3, 2023 (Registration No. 333-273673), including the documents incorporated by reference therein, are incorporated by reference into this Registration Statement on Form S-8 (this “Registration Statement”), except as supplemented by the information set forth below.

### PART I INFORMATION REQUIRED IN THE SECTION 10(a) PROSPECTUS

The information specified in Item 1 and Item 2 of Part I of Form S-8 is omitted from this Registration Statement in accordance with the provisions of Rule 428 under the Securities Act, and the introductory note to Part I of the Form S-8 instructions. The documents containing the information specified in Part I of Form S-8 will be delivered to the participants in the Plan, as specified by Rule 428(b)(1) under the Securities Act.

### PART II INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

#### Item 3. Incorporation of Documents by Reference.

The following documents are incorporated herein by reference:

(a) The Company’s Annual Report on [Form 10-K](#) for the year ended December 31, 2023, filed with the Commission on February 22, 2024 (the “Annual Report”), including the sections of the Registrant’s Definitive Proxy Statement on [Schedule 14A](#) for the Registrant’s 2024 Annual Meeting of Stockholders, as filed with the Commission on April 4, 2024, incorporated by reference in the Annual Report;

(b) The Company’s Quarterly Report on Form [10-Q for the quarter ended March 31, 2024, filed with the Commission on May 2, 2024](#), and for the quarter ended [June 30, 2024, filed with the Commission on August 1, 2024](#);

(c) The Company’s Current Reports on Form 8-K filed with the Commission on [February 1, 2024](#) (except for the information furnished under Item 7.01), [May 2, 2024](#), [May 15, 2024](#) and [July 19, 2024](#); and

(d) [The description of securities registered pursuant to Section 12 of the Securities Exchange Act of 1934, as amended, originally filed as Exhibit 4.12 to the Company’s Annual Report on Form 10-K for the fiscal year ended December 31, 2019, filed on February 19, 2020.](#)

In addition, all documents subsequently filed by the Company pursuant to Sections 13(a), 13(c), 14 and 15(d) of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), prior to the filing of a post-effective amendment to this Registration Statement which indicates that all securities offered have been sold or which deregisters all securities then remaining unsold, shall be deemed to be incorporated by reference in this Registration Statement and to be a part hereof from the date of the filing of such documents. Any statement contained in a document incorporated or deemed to be incorporated by reference herein shall be deemed to be modified or superseded for purposes of this Registration Statement to the extent that a statement contained herein (or in any other subsequently filed document which also is incorporated or deemed to be incorporated by reference herein), modifies or supersedes such statement. Any such statement so modified or superseded shall not be deemed, except as so modified or superseded, to constitute a part of this Registration Statement.

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**Item 5. Interests of Named Experts and Counsel.**

Not applicable.

**Item 8. Exhibits.**

**Exhibit  
Number**

- [4.1](#) [Certificate of Continuation, dated August 9, 2013, filed as Exhibit 3.1 to the Company's Current Report on Form 8-K filed on August 13, 2013.](#)
- [4.2](#) [Notice of Articles of Bausch Health Companies Inc., as of July 16, 2018, filed as Exhibit 3.1 to the Company's Current Report on Form 8-K filed on July 16, 2018.](#)
- [4.3](#) [Articles of the Company, as of July 13, 2018 and dated August 8, 2013, filed as Exhibit 3.2 to the Company's Current Report on Form 8-K filed on July 16, 2018.](#)
- [5.1\\*](#) [Opinion of Norton Rose Fulbright Canada LLP](#)
- [23.1\\*](#) [Consent of PricewaterhouseCoopers LLP](#)
- [23.2\\*](#) [Consent of Norton Rose Fulbright Canada LLP \(included in Exhibit 5.1\)](#)
- [24\\*](#) [Powers of Attorney \(included in signature pages hereof\)](#)
- [99\\*](#) [Bausch Health Companies Inc. 2014 Omnibus Incentive Plan, as amended and restated effective as of May 14, 2024.](#)
- [107\\*](#) [Calculation of Filing Fee Tables](#)

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\* Filed herewith.

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**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Bridgewater, State of New Jersey, on August 1, 2024.

**BAUSCH HEALTH COMPANIES INC.**

By: /s/ Thomas J. Appio  
Name: Thomas J. Appio  
Title: Chief Executive Officer  
(Principal Executive Officer)

**BAUSCH HEALTH US, LLC,  
as Authorized Representative in the United States**

By: /s/ John S. Barresi  
Name: John S. Barresi  
Title: Senior Vice President, Controller and Chief Accounting  
Officer, Interim Chief Financial Officer on behalf of Bausch  
Health US, LLC

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## POWER OF ATTORNEY

The undersigned directors and officers of Bausch Health Companies Inc. hereby appoint each of Thomas J. Appio and John S. Barresi as attorneys-in-fact for the undersigned, with full power of substitution for, and in the name, place and stead of the undersigned, to sign and file with the Securities and Exchange Commission under the Securities Act of 1933, any and all amendments (including post-effective amendments) and exhibits to this Registration Statement on Form S-8 (or any other registration statement for the same offering that is to be effective upon filing pursuant to Rule 462(b) under the Securities Act of 1933) and any and all applications and other documents to be filed with the Securities and Exchange Commission pertaining to the registration of the securities covered hereby, with full power and authority to do and perform any and all acts and things whatsoever requisite and necessary or desirable, hereby ratifying and confirming all that said attorney-in-fact, or his her substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<b><u>Signature</u></b>	<b><u>Title</u></b>	<b><u>Date</u></b>
<u>/s/ Thomas J. Appio</u> Thomas J. Appio	Chief Executive Officer and Director (principal executive officer)	August 1, 2024
<u>/s/ John S. Barresi</u> John S. Barresi	Senior Vice President, Controller and Chief Accounting Officer, Interim Chief Financial Officer (principal financial and accounting officer)	August 1, 2024
<u>/s/ John A. Paulson</u> John A. Paulson	Non-Executive Chairperson	August 1, 2024
<u>/s/ Christian A. Garcia</u> Christian A. Garcia	Director	August 1, 2024
<u>/s/ Brett M. Icahn</u> Brett M. Icahn	Director	August 1, 2024
<u>/s/ Sarah B. Kavanagh</u> Sarah B. Kavanagh	Director	August 1, 2024
<u>/s/ Frank D. Lee</u> Frank D. Lee	Director	August 1, 2024
<u>/s/ Steven D. Miller</u> Steven D. Miller	Director	August 1, 2024
<u>/s/ Dr. Richard C. Mulligan</u> Dr. Richard C. Mulligan	Director	August 1, 2024
<u>/s/ Robert N. Power</u> Robert N. Power	Director	August 1, 2024
<u>/s/ Amy B. Wechsler, M.D.</u> Amy B. Wechsler, M.D.	Director	August 1, 2024

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