

VARIAN MEDICAL SYSTEMS INC

Form 8-K

January 30, 2018

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) **January 30, 2018**

VARIAN MEDICAL SYSTEMS, INC.

(Exact Name of Registrant as Specified in its Charter)

Delaware **1-7598** **94-2359345**
(State or Other Jurisdiction (Commission File (IRS Employer

of Incorporation) Number) Identification No.)

3100 Hansen Way, Palo Alto, CA **94304-1030**
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code **(650) 493-4000**

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

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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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

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 13(a) of the Exchange Act.

Item 7.01. Regulation FD Disclosure.

Management of Varian Medical Systems, Inc. (the “**Company**”) used the information in the presentation slides attached hereto as Exhibit 99.1 in a conference call with institutional investors and analysts earlier this morning. The attached presentation will be accessible through the “Investors” section of Company’s website at www.varian.com.

In the Company’s press release announcing the acquisition of Sirtex Medical Limited, the Company stated that it expects the acquisition to be accretive to earnings per share in the first full fiscal year after the closing of the transaction. During the analyst and investor call earlier today, the Company was asked if it would be accretive with or without amortization. The Company mistakenly indicated that it would be accretive with amortization. The Company wishes to clarify that the acquisition is expected to be accretive on a non-GAAP basis, excluding amortization of acquired intangibles, for the first full fiscal year after closing the transaction.

The information included in this Item 7.01 of this Current Report on Form 8-K, including Exhibit 99.1 that is provided pursuant to this Item 7.01, is being furnished and shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall it be deemed to be incorporated by reference in any filing under the Securities Act of 1933, as amended.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

The following exhibit is being furnished, and is not deemed to be filed:

99.1 Varian Medical Systems, Inc. January 30, 2018 Presentation: Acquisition of Sirtex.

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.

Varian Medical Systems, Inc.

By: /s/ John W. Kuo

Name: John W. Kuo

Title: Senior Vice President, General Counsel and Corporate Secretary

Dated: January 30, 2018