

INVITROGEN CORP  
Form 8-K  
December 17, 2001

[QuickLinks](#) -- Click here to rapidly navigate through this document

# SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

---

## FORM 8-K

### CURRENT REPORT

Pursuant to Section 13 Or 15(d) of  
the Securities Exchange Act Of 1934

**December 5, 2001**

Date of Report (Date of earliest event reported)

**Invitrogen Corporation**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation)

**0-25317**

(Commission File Number)

**33-0373077**

(IRS employer identification No.)

**1600 Faraday Avenue Carlsbad, CA**

**92008**

(address of principal executive offices)

(Zip Code)

**(760) 603-7200**

(Registrant's telephone number, including area code)

---

#### Item 5. Other Matters.

On December 5, 2001, Invitrogen Corporation, ("Invitrogen") issued a press release announcing Invitrogen's intention to make a private offering of \$400 million of Convertible Subordinated Notes due 2006, with an option to issue an additional \$100 million of convertible notes.

On December 5, 2001, Invitrogen also issued a press release announcing the pricing of its private placement of 2.25% Convertible Subordinated Notes due 2006 (the "Notes") and the increase in the size of the transaction from \$400 million to \$500 million, plus an additional \$100 million principal amount of Notes at the option of the initial purchasers.

Invitrogen's press releases announcing the offering are attached hereto as Exhibits 99.1 and 99.2.

#### Item 7. Financial Statements and Exhibits.

##### c. Exhibits:

**Exhibit No.**

**Description**

---

Edgar Filing: INVITROGEN CORP - Form 8-K

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release dated December 5, 2001
99.2	Press release dated December 5, 2001

2

**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.

**Invitrogen Corporation**

Date: December 14, 2001

By: /s/ JAMES R. GLYNN

James R. Glynn  
*Executive Vice President  
and Chief Financial Officer*

3

**EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release dated December 5, 2001
99.2	Press release dated December 5, 2001

4

QuickLinks

[Item 5. Other Matters.](#)

[Item 7. Financial Statements and Exhibits.](#)

[SIGNATURES](#)

[EXHIBIT INDEX](#)