

VARIAN MEDICAL SYSTEMS INC
Form 8-A12B/A
January 22, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20569

FORM 8-A/A-4

AMENDMENT NO. 4
To Registration Statement
dated November 23, 1998
relating to
Preferred Stock Purchase Rights

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934

VARIAN MEDICAL SYSTEMS, INC.

(Exact name of registrant as specified in its charter)

Delaware

94-2359345

(State of incorporation
or organization)

(IRS Employer
Identification No.)

3100 Hansen Way
Palo Alto, CA

94304-1000

(Address of principal executive offices)

(Zip Code)

If this Form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box. []

If this Form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box. []

Securities Act registration statement file number to which this form relates:
N/A

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class
To be so registered

Name of each exchange on which
each class is to be registered

Preferred Stock Purchase Rights

Pacific Exchange

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Securities to be registered pursuant to Section 12(g) of the Act:

NONE

(Title of Class)

ITEM 1. DESCRIPTION OF REGISTRANT'S SECURITIES TO BE REGISTERED.

Item 1 is hereby amended by adding the following paragraph:

Effective January 15, 2002, Varian Medical Systems, Inc. (the "Company") entered into an amendment (the "Fourth Amendment") to the Rights Agreement dated as of November 20, 1998, as amended (the "Rights Agreement"), between the Company and EquiServe Trust Company, N.A. ("EquiServe") as successor Rights Agent. The Fourth Amendment, entered into by and among the Company and EquiServe, amends the Rights Agreement, effective as of January 15, 2002 to decrease the Exercise Price of the Rights from \$420.00 to \$210.00, as a result of a stock split of the Company's common stock, effected in the form of a 100% stock dividend.

ITEM 2. EXHIBITS.

Item 2 is hereby amended by adding new Exhibit 5 as follows:

Exhibit No. -----	Description -----
(5)	Fourth Amendment to Rights Agreement, dated as of January 15, 2002, between Varian Medical Systems, Inc. and EquiServe Trust Company, N.A., as successor Rights Agent.

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SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this amendment to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

VARIAN MEDICAL SYSTEMS, INC.

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By: /s/ Joseph B. Phair

 Name: Joseph B. Phair
 Title: Vice President, Administration, General
 Counsel and Secretary

Dated: January 18, 2002

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EXHIBIT INDEX

EXHIBIT NO. -----	DESCRIPTION -----
(5)	Fourth Amendment to Rights Agreement, dated as of January 15, 2002, between Varian Medical Systems, Inc. and EquiServe Trust Company, N.A., as successor Rights Agent (incorporated by reference to Exhibit 5 to the Company's Amendment No. 4 to Registration Statement on Form 8-A/A-4 dated January 18, 2002 with respect to the New York Stock Exchange).

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0" width="100%">

(Street)

NORWICH, NY 13815 4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person

Form filed by More than One Reporting Person

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial (Instr. 4)
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	Code	V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)
NBT Bancorp Inc. Common Stock	A		778 ⁽¹⁾	A	\$ 0	45,168.551 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SEIFTER LOWELL A 52 SOUTH BROAD STREET NORWICH, NY 13815		X		

Signatures

By: F. Sheldon Prentice, Power of Attorney For: Lowell A. Seifter

05/23/2018

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Acquired pursuant to the NBT Bancorp Inc. 2018 Omnibus Incentive Plan. Each outside director is entitled to receive an annual retainer for Board service in the form of restricted stock units of the Company's common stock that vests in three annual installments.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.