

RESPIRONICS INC
Form 8-K
November 22, 2004

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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) **November 16, 2004**

RESPIRONICS, INC.

(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction
of incorporation)

000-16723
(Commission
File Number)

25-1304989
(IRS Employer
Identification No.)

1010 Murry Ridge Lane, Murrysville, Pennsylvania
(Address of Principal Executive Offices)

15668-8525
(Zip Code)

Registrant's telephone number, including area code **(724) 387-5200**

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 materials 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))
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ITEM 1.02. TERMINATION OF A MATERIAL DEFINITIVE AGREEMENT.

On November 16, 2004 the Board of Directors of Respirationics, Inc. (Respirationics) approved (i) the suspension of the Respirationics, Inc. Supplemental Executive Retirement Plan (the Employee Plan) and (ii) the suspension of the Respirationics, Inc. Non-Employee Director Deferred Compensation Plan (the Directors Plan), which provided for the nonqualified deferral of compensation by executives and directors, respectively. The Company has determined to suspend the Employee Plan and Directors Plan in light of the upcoming effectiveness of new deferred compensation requirements included within the American Jobs Creation Act of 2004.

Employee Plan

The Employee Plan will be suspended as of December 31, 2004. After December 31, 2004, the Employee Plan will, however, continue to operate for the sole purpose of administering vested amounts deferred under the plan on or prior to December 31, 2004 in accordance with the terms of the Employee Plan.

Directors Plan

The Directors Plan will be suspended as of December 31, 2004. After December 31, 2004, the Directors Plan will, however, continue to operate for the sole purpose of administering vested amounts deferred under the plan on or prior to December 31, 2004 in accordance with the terms of the Directors Plan.

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SIGNATURE

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

RESPIRONICS, INC.

By: /s/ Daniel J. Bevevino
Daniel J. Bevevino
Vice President and Chief Financial and
Principal Accounting Officer

Date: November 16, 2004