

QIAGEN NV
Form 6-K
November 25, 2016
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16 OF
THE SECURITIES EXCHANGE ACT OF 1934

For the month ended November 30, 2016

Commission File Number 0-28564

QIAGEN N.V.

Hulsterweg 82

5912 PL Venlo

The Netherlands

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Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F

Form 40-F

Indicate by check mark whether the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T

Rule 101(b)(1):

Indicate by check mark whether the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T

Rule 101(b)(7):

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes

No

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):
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OTHER INFORMATION

On November 15, 2016, QIAGEN N.V. held an Analyst & Investor Day in New York, New York. The presentations discussed that day are furnished herewith as Exhibit 99.1 through 99.9 and are incorporated by reference herein.

USE OF NON-GAAP FINANCIAL MEASURES

QIAGEN reports adjusted results, as well as results on a constant exchange rate basis, and other non-U.S. GAAP (generally accepted accounting principles) figures, to provide additional insight on performance. Adjusted results included in the Exhibits reflect adjusted operating expenses, adjusted earnings interest, taxes, depreciation and amortization (EBITDA), adjusted diluted earnings per share and free cash flow. Adjusted results are non-GAAP financial measures that we believe should be considered in addition to reported results prepared in accordance with GAAP, but should not be considered as a substitute. We believe certain items should be excluded from adjusted results when they are outside of our ongoing core operations, vary significantly from period to period, or affect the comparability of results with its competitors and its own prior periods. Please see the appendices provided in the Exhibits entitled *Reconciliation of Non-GAAP to GAAP Measures* for reconciliations of historical non-GAAP measures to comparable GAAP measures and the definitions of terms used in the presentation. We do not reconcile forward-looking non-GAAP financial measures to the corresponding GAAP measures due to the high variability and difficulty in making accurate forecasts and projections that are impacted by future decisions and actions. Accordingly, reconciliations of these forward-looking non-GAAP financial measures to the corresponding GAAP measures are not available without unreasonable effort. However, the actual amounts of these excluded items will have a significant impact on our GAAP results.

FORWARD-LOOKING STATEMENTS

Exhibits 99.1 through 99.9 contain *forward-looking statements* within the meaning of the Private Securities Litigation Reform Act of 1995, including statements relating to our business, goals, strategy and financial and operational outlook. These *forward-looking statements* are based on management's current expectations of future events and are subject to a number of risks and uncertainties that could cause actual results to differ materially and adversely from those set forth in or implied by forward-looking statements. These risks and uncertainties include, but are not limited to the following: general industry conditions and competition; risks associated with managing growth and international operations (including the effects of currency fluctuations, regulatory processes and dependence on logistics), variability of operating results and allocations between customer classes, and the commercial development of markets for our products to customers in academia, pharma, applied testing and molecular diagnostics; changing relationships with customers, suppliers and strategic partners; competition; rapid or unexpected changes in technologies; fluctuations in demand for our products (including factors such as general economic conditions, the level and timing of customers' funding, budgets and other factors); our ability to obtain regulatory approval of our products; technological advances of our competitors and related legal disputes; difficulties in successfully adapting our products to integrated solutions and producing such products; our ability to identify and develop new products and to differentiate and protect our products from competitor products; market acceptance of our new products and the integration of acquired technologies and businesses. For further information, please refer to *Risk Factors* section of reports that we have filed with, or furnished to, the U.S. Securities and Exchange Commission. We undertake no obligation, and do not intend, to update these forward-looking statements as a result of new information or future events or developments unless and to the extent required by law.

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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, thereunto duly authorized.

QIAGEN N.V.

By: /s/ Roland Sackers
Roland Sackers
Chief Financial Officer

Date: November 23, 2016

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