

GENESIS MICROCHIP INC /DE
Form 8-K
June 28, 2002

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): June 26, 2002

GENESIS MICROCHIP INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction of
Incorporation or Organization)

000-33477
(Commission File Number)

77-0584301
(I.R.S. Employer
Identification No.)

2150 Gold Street
Alviso, California
(Address of principal executive offices)

95002
(Zip Code)

(408) 262-6599
(Registrant's telephone number, including area code)

ITEM 5. OTHER EVENTS

On June 26, 2002, Genesis Microchip Inc. (the Company) declared a dividend of one (1) Preferred Share Purchase Right (collectively, the Rights) on each share of common stock, par value \$0.001 per share, of the Company outstanding as of the close of business on July 8, 2002. The terms of the Rights are governed by a Preferred Stock Rights Agreement, dated as of June 27, 2002, between the Company and Mellon Investor Services, L.L.C., a copy of which is attached as an exhibit to this Current Report on Form 8-K and is incorporated herein by reference.

On June 26, 2002, the Company issued a press release announcing that the Company had approved adoption of a rights agreement. The press release is attached as an exhibit to this Current Report on Form 8-K and is incorporated herein by reference.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(c) **Exhibits:**

- 4.1 Preferred Stock Rights Agreement, dated as of June 27, 2002, between Genesis Microchip Inc., a Delaware corporation, and Mellon Investor Services, L.L.C.
- 99.1 Press release of Genesis Microchip Inc. issued on June 26, 2002.

EXHIBIT INDEX

**Exhibit
Number**

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