

Edgar Filing: AVID TECHNOLOGY INC - Form 8-K/A

AVID TECHNOLOGY INC  
Form 8-K/A  
April 21, 2005

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

-----  
AMENDMENT NO. 2 TO  
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): August 20, 2004

Avid Technology, Inc.

-----  
(Exact Name of Registrant as Specified in Charter)

|  |                             |                                      |
|--|-----------------------------|--------------------------------------|
| Delaware   | 0-21174                     | 04-2977748                           |
| -----  | -----                       | -----                                |
| (State or Other Juris-<br>diction of Incorporation)    | (Commission<br>File Number) | (IRS Employer<br>Identification No.) |
| Avid Technology Park<br>One Park West<br>Tewksbury, MA |                             | 01876                                |
| -----  | -----                       | -----                                |
| (Address of Principal Executive Offices)               |                             | (Zip Code)                           |

Registrant's telephone number, including area code: (978) 640-6789

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(Former name or former address, if changed since last report)

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 material 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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This Form 8-K/A further amends an earlier report on Form 8-K filed by Avid Technology, Inc. on August 20, 2004, as subsequently amended by a report on Form 8-K/A filed on September 1, 2004 (the "First Amendment"). This amendment is being filed solely for the purpose of amending and restating Item 9.01 of the First Amendment.

### Item 9.01. Financial Statements and Exhibits

#### (a) Financial Statements of Business Acquired.

Midiman, Inc. and Subsidiaries Condensed Consolidated Financial Statements for the Six Month Periods Ended July 31, 2003 and 2004 (Unaudited) are filed as Exhibit 99.3 to this Current Report on Form 8-K.

#### (b) Pro Forma Financial Information.

Avid Technology, Inc. Pro Forma Condensed Combined Statements of Operations for the Six Month Period Ended June 30, 2004 and Year Ended December 31, 2003 are filed as Exhibit 99.4 to this Current Report on Form 8-K.

#### (c) Exhibits.

See Exhibit Index attached hereto.

### SIGNATURE

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.

Date: April 21, 2005

AVID TECHNOLOGY, INC.

By: /s/ Paul Milbury

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Name: Paul Milbury

Title: Chief Financial Officer

### EXHIBIT INDEX

| Exhibit No. | Description  |
|-------------|--|
| 2.1*        | Agreement and Plan of Merger, dated August 12, 2004, by and among Avid Technology, Inc., Maui Paradise Corporation, Maui LLC and Midiman, Inc. |
| 99.1*       | Press Release dated August 13, 2004.   |
| 99.2*       | Press Release dated August 20, 2004.   |
| 99.3        | Midiman, Inc. Financial Statements for the Six Month Periods Ended July 31, 2003 and 2004 (Unaudited)  |
| 99.4        | Pro Forma Financial Information (Unaudited)  |

\* Filed Previously