

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

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**SECURITIES AND EXCHANGE COMMISSION**  
WASHINGTON, D.C. 20549

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**FORM 8-K**  
**CURRENT REPORT**  
*Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934*

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Date of Report (date of earliest event reported): June 26, 2002

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**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)

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**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  
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