

CHIRON CORP  
Form 8-K  
March 10, 2005

**UNITED STATES**  
**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**

Date of Report (Date of earliest event reported): **March 10, 2005**

**Chiron Corporation**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other  
jurisdiction of  
incorporation)

**0-12798**  
(Commission  
File Number)

**94-2754624**  
(IRS Employer  
Identification No.)

**4560 Horton Street, Emeryville, CA**  
(Address of principal executive offices)

**94608**  
(Zip Code)

Registrant's telephone number, including area code **(510) 655-8730**



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N/A

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

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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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**Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

Pursuant to an action adopted by unanimous written consent of the Board of Directors of Chiron Corporation (the Company ) on March 10, 2005, the Board amended and restated Chiron's Bylaws. The changes include a reduction in the number of directors on the Company's Board from eleven to ten, and separation of the titles of Chief Executive Officer and President.

A copy of the amended and restated Bylaws are attached hereto as Exhibit 99.1 and they are incorporated herein by this reference.

**Item 9.01 Financial Statements and Exhibits**

- (a) Financial statements of businesses acquired.

Not applicable.

- (b) Pro forma financial information.

Not applicable.

(c) Exhibits.

Exhibit Number

99.1 Chiron's Bylaws, as amended and restated as of March 10, 2005.

**SIGNATURE**

**SIGNATURE**





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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.

**CHIRON CORPORATION**

(Registrant)

SIGNATURE



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Date: March 10, 2005

By: /s/ Ursula B. Bartels  
Ursula B. Bartels









