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PERKINELMER INC
Form 8-K
October 27, 2005

UNITED STATES
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): October 25, 2005

PerkinElmer, Inc.

(Exact Name of Registrant as Specified in Charter)

Massachusetts

001-05075

04-2052042

(State or Other Juris-
diction of Incorporation

(Commission
File Number)

(IRS Employer
Identification No.)

45 William Street, Wellesley, Massachusetts

02481

(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code: (781) 237-5100

Not applicable.

(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))

Item 8.01. Other Events

On October 25, 2005, PerkinElmer, Inc. ("PerkinElmer") announced that it has commenced a cash tender offer for any and all of its outstanding 8 7/8% Senior Subordinated Notes due 2013. As part of this offer, PerkinElmer is soliciting

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noteholders' consents to amend certain of the provisions of the notes and the indenture under which the notes were issued to eliminate substantially all of the restrictive covenants and certain of the events of default contained in the indenture.

A copy of the press release relating to the announcement of the tender offer and consent solicitation for the notes is attached to this current report on Form 8-K as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits

(d) 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.

PERKINELMER, INC.

Date: October 27, 2005

By: /s/ Robert F. Friel

Robert F. Friel
Executive Vice President and Chief
Financial Officer

EXHIBIT INDEX

| Exhibit No. ----- | Description ----- |
|----------------------|---|
| 99.1 | Press release entitled "PerkinElmer Initiates Tender Offer And Consent Solicitation," issued by PerkinElmer, Inc. on October 25, 2005 |