

BIOMET INC
Form 8-A12B/A
December 18, 2006

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 20549

FORM 8-A/A

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(B) OR 12(G) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Biomet, Inc.

(Exact name of registrant as specified in its charter)

Indiana

(State of incorporation or organization)

35-1418342

(IRS Employer Identification No.)

**56 East Bell Drive
Warsaw, Indiana**

(Address of principal executive offices)

46582

(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

**Title of each class
to be so registered**

**Name of each exchange on which
each class is to be registered**

Preferred Share Purchase Rights

The NASDAQ Stock Market LLC

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box

Securities Act registration statement file number to which this form relates: **Not applicable**

Securities to be registered pursuant to Section 12(g) of the Act

Not applicable

ITEM 1. DESCRIPTION OF REGISTRANT S SECURITIES TO BE REGISTERED.

On December 17, 2006, in accordance with the Rights Agreement, dated as of December 16, 1999, as amended (the Rights Agreement), between the Corporation and American Stock Transfer & Trust Company (as the successor rights agent to Lake City Bank), the Corporation s Board of Directors terminated the Rights Agreement and redeemed all Rights (as defined in the Rights Agreement) issued and outstanding under the Rights Agreement. As provided in the Rights Agreement, the Rights terminated on December 17, 2006, and, thereafter, holders of the Rights are entitled only to receive the Redemption Price, as hereinafter defined. In connection with the foregoing, a redemption payment of \$0.0001 per Right (the Redemption Price) will be paid by the Corporation to Rights holders in accordance with the terms of the Rights Agreement. The record date for payment of the Redemption Price will be December 28, 2006, and the payment date will occur on or about January 2, 2007.

ITEM 2. EXHIBITS.

| Number | Description |
|--------|--|
| 1.1 | Rights Agreement between Biomet, Inc. and Lake City Bank as Rights Agent, dated as of December 16, 1999. (Incorporated by reference to Exhibit 4 to Biomet, Inc. Form 8-K Report dated December 16, 1999, File No. 0-12515), as amended September 1, 2002 to change rights agent to American Stock Transfer and Trust Company. (Incorporated by reference to Exhibit 4.2 to Biomet, Inc. Form 10-Q Quarterly Report dated January 13, 2003, File No. 0-12515). |

SIGNATURES

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Date: December 18, 2006

BIOMET, INC.
(Registrant)

/s/ Bradley J. Tandy
By: Bradley J. Tandy
Its: Vice President, Acting General
Counsel and Secretary and Corporate
Compliance Officer

EXHIBIT INDEX

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