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VARIAN MEDICAL SYSTEMS INC

Form 8-K/A

March 04, 2005

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K/A

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported) FEBRUARY 17, 2005

VARIAN MEDICAL SYSTEMS, INC.

(Exact Name of Registrant as Specified in its Charter)

Delaware	1-7598	94-2359345
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)
3100 Hansen Way, Palo Alto, CA		94304-1030
(Address of Principal Executive Offices)		(Zip Code)

Registrant's telephone number, including area code (650) 493-4000

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 9.01. Financial Statements and Exhibits.

(c) Exhibits.

Varian Medical Systems, Inc. (the "Company") filed a Current Report on Form 8-K

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on February 24, 2005 reporting the approval by the Company's stockholders of the Varian Medical Systems, Inc. 2005 Omnibus Stock Plan and the approval by the Company's Board of Directors of the forms of Restricted Stock Agreement, Nonqualified Stock Option Agreement for Officers and Nonqualified Stock Option Agreement for Non-employee Directors. That Current Report attached incorrect versions of the forms of Nonqualified Stock Option Agreement for Officers and Nonqualified Stock Option Agreement for Non-employee Directors. The corrected versions of the following exhibits are now attached to this Form 8-K/A.

- 99.1 Form of Nonqualified Stock Option Agreement under the Varian Medical Systems, Inc. 2005 Omnibus Stock Plan.
- 99.2 Form of Nonqualified Stock Option Agreement for Directors under the Varian Medical Systems, Inc. 2005 Omnibus Stock Option Plan.

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SIGNATURES

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.

Varian Medical Systems, Inc.

By: /s/ JOSEPH B. PHAIR

Name: Joseph B. Phair
Title: Vice President, Administration,
and General Counsel

Dated: March 4, 2005

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EXHIBIT INDEX

Number	Exhibit
99.1	Form of Nonqualified Stock Option Agreement for Officers under the Varian Medical Systems, Inc. 2005 Omnibus Stock Plan.
99.2	Form of Nonqualified Stock Option Agreement for Directors under the Varian Medical Systems, Inc. 2005 Omnibus Stock Option Plan.

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