

RESPIRONICS INC  
Form 8-K  
May 24, 2004

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**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): May 21, 2004

**RESPIRONICS, INC.**

(Exact name of Registrant as specified in its charter)

Delaware	000-16723	25-1304989
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification Number)
1010 Murry Ridge Lane Murrysville, Pennsylvania		15668-8525
(Address of Principal Executive Offices)		(Zip Code)
	724-387-5200	
	(Registrant's telephone number, including area code)	

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**Item 9. REGULATION FD DISCLOSURE.**

On May 21, 2004, Respiroics, Inc. issued a press release announcing that it will make an offer to acquire for cash the issued share capital of Profile Therapeutics plc (London SE symbol: PTP) for 50.9 pence per share or a total of approximately \$44.6 million, at the current exchange rate. A copy of the press release is attached hereto as Exhibit 99.

**Exhibits**

99 Press release, dated May 21, 2004, issued by Respiroics, Inc.

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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.

RESPIRONICS, INC.

By: /s/ Daniel J. Bevevino

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Daniel J. Bevevino  
Vice President, and Chief Financial and  
Principal Accounting Officer

Dated: May 21, 2004

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INDEX TO EXHIBITS

<b>Exhibit No.</b>	<b>Description</b>
99	Press release, dated May 21, 2004, issued by Respirationics, Inc.