

FINISAR CORP  
Form 8-K  
February 22, 2001

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**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): February 20, 2001

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**FINISAR CORPORATION**

(Exact name of registrant as specified in its charter)

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

**000-27999**  
(Commission File Number)

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**94-3038428**  
(IRS Employer Identification No.)

**1308 Moffett Park Drive  
Sunnyvale, California 94089**  
(Address of principal executive offices) (Zip Code)

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Registrant's telephone number, including area code: **(408) 548-1000**

**Not Applicable**  
(Former name or former address, if changed since last report)

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**Item 5. Other Matters.**

On February 20, 2001, Finisar Corporation entered into an agreement to acquire Marlow Industries, Inc., a privately-held company located in Dallas, Texas. Under the terms of the agreement, Marlow will merge with a wholly-owned subsidiary of Finisar and Marlow's shareholders will be entitled to receive \$30 million in cash and shares of Finisar common stock having a value of approximately \$270 million, less Marlow's transaction costs. The transaction will be accounted for as a purchase and is intended to qualify as a tax-free reorganization. The transaction is expected to close during the second calendar quarter of 2001. Attached as an exhibit is a press release announcing the signing of the agreement.

**Item 7. Financial Statements and Exhibits.**

(c)  
Exhibits.

**Exhibit No.**

**Description**

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99.5	Press release dated February 20, 2001 announcing the agreement between Finisar Corporation and Marlow Industries, Inc.
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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FINISAR CORPORATION

February 22, 2001

By:

/s/ STEPHEN K. WORKMAN

Stephen K. Workman  
*Vice President, Finance and Chief  
Financial Officer*

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**EXHIBIT INDEX**

**Exhibit No.**

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SIGNATURES

EXHIBIT INDEX