

APPLERA CORP  
Form 8-K  
January 25, 2005

**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**

**January 20, 2005**

Date of Report (Date of earliest event reported)

**APPLERA CORPORATION**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**1-4389**  
(Commission  
File No.)

**06-1534213**  
(IRS Employer  
Identification No.)

**301 Merritt 7**

**Norwalk, Connecticut 06851**

(Address of Principal Executive Offices, Including Zip Code)

**(203) 840-2000**

(Registrant's telephone number, including area code)

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**Item 1.01. Entry into a Material Definitive Agreement.**

At a meeting of the Management Resources Committee (the "MRC") of the Board of Directors of Applera Corporation ("Applera") held on January 20, 2005, the MRC approved acceleration of the vesting of unvested stock options previously awarded to employees, officers, and directors. The accelerated options were issued under the Applera Corporation/Applied Biosystems Group Amended and Restated 1999 Stock Incentive Plan and the Applera Corporation/Celera Genomics Group Amended and Restated 1999 Stock Incentive Plan. Options with vesting based on performance and options held by employees located in certain foreign countries were not accelerated. Shares received upon the exercise of accelerated options held by directors, officers, and certain other senior managers, including all of Applera's executive officers, may not be sold prior to the earlier of the original vesting date or their termination of employment or service.

Attached hereto as Exhibit 99.1 and incorporated by reference to this Item is the text of Applera's January 20, 2005, press release announcing the acceleration of vesting of options as described above.

**Item 9.01. Financial Statements and Exhibits.**

**(c) Exhibits.**

The following exhibits are filed with this Report:

| <i>Exhibit No.</i> | <i>Description</i>   |
|--------------------|--|
| 99.1               | January 20, 2005, press release announcing the acceleration of stock option vesting. |

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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.

**APPLERA CORPORATION**

By: /s/ William B. Sawch  
William B. Sawch  
Senior Vice President and  
General Counsel

Dated: January 25, 2005

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**EXHIBIT INDEX**

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