

NETWORKS ASSOCIATES INC/

Form 8-K

February 18, 2003

**UNITED STATES 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): February 14, 2003**

**NETWORKS ASSOCIATES, INC.**

**(Exact Name of Registrant as specified in charter)**

**Commission File Number 0-20558**

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

**3965 Freedom Circle**  
**Santa Clara, California**  
**(Address of principal executive offices)**

**77-0316593**  
**I.R.S. Employer Identification Number**

**95054**  
**(Zip Code)**

**Registrant's telephone number, including area code: (408) 988-3832**

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**Item 5. Other Events.**

On February 14, 2003, Networks Associates, Inc. (the Registrant ) issued a press release announcing that it had retired approximately \$358.0 million, in principal amount at maturity, of its outstanding Zero Coupon Convertible Subordinated Debentures, Due 2018. The entire press release is filed as Exhibit 99.1 hereto and incorporated herein by reference.

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

- 99.1 Press release, dated February 14, 2003, announcing the retirement of the Zero Coupon Convertible Subordinated Debentures, Due 2018.

**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.

**NETWORKS ASSOCIATES, INC.**

Dated: February 14, 2003

By: /s/ Kent H. Roberts

Kent H. Roberts  
Executive Vice President and General Counsel

EXHIBIT INDEX

**Exhibits.**

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