

VERITAS SOFTWARE CORP /DE/

Form 425

June 13, 2005

**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): **June 10, 2005**

VERITAS Software Corporation

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

000-26247
(Commission
File Number)

77-0507675
(IRS Employer
Identification No.)

350 Ellis Street, Mountain View, California
(Address of principal executive offices)

94043
(Zip Code)

Registrant's telephone number, including area code (650) 527-8000

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))
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ITEM 8.01. OTHER EVENTS.

On June 10, 2005, Symantec Corporation, Carmel Acquisition Corp. and VERITAS Software Corporation executed a Waiver and Extension related to the Agreement and Plan of Reorganization, dated as of December 15, 2004, by and among Symantec, Carmel Acquisition and VERITAS. As a result of the waiver, if: (i) both Symantec and VERITAS receive stockholder approval for the proposals submitted at their respective special stockholders meetings on or before June 30, 2005, (ii) the closing conditions regarding the representations and warranties of the parties are satisfied by the close of the first business day after the respective stockholder approvals are obtained, and (iii) all other closing conditions to effect the merger have been satisfied or waived on or before July 1, 2005, the companies expect that the merger will close on July 2, 2005. In addition, the parties have agreed not to terminate the merger agreement before July 7, 2005, provided that both parties receive the respective stockholder approvals on or before June 30, 2005.

SIGNATURE

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.

VERITAS Software Corporation

Date: June 10, 2005

/s/ John Brigden
John Brigden
Senior Vice President, General Counsel
and Secretary