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VARIAN MEDICAL SYSTEMS INC

Form 8-K

October 19, 2004

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) October 19, 2004

VARIAN MEDICAL SYSTEMS, INC.

(Exact Name of Registrant as Specified in its Charter)

Delaware

1-7598

94-2359345

(State or Other Jurisdiction
of Incorporation)

(Commission File
Number)

(IRS Employer
Identification No.)

3100 Hansen Way, Palo Alto, CA

94304-1030

(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code (650) 493-4000

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

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 9.01. Financial Statements and Exhibits.

(c) Exhibits.

99.1 Form of Restricted Stock Agreement under Varian Medical
Systems, Inc.'s Omnibus Stock Plan.

99.2 Form of Nonqualified Stock Option Agreement under Varian

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Medical Systems, Inc.'s Omnibus Stock Plan.

99.3 Form of Nonqualified Stock Option Agreement for Directors under Varian Medical Systems, Inc.'s Omnibus Stock Option Plan.

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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.

Varian Medical Systems, Inc.

By: /s/ JOSEPH B. PHAIR

Name: Joseph B. Phair
Title: Vice President, Administration,
General Counsel and Secretary

Dated: October 19, 2004

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EXHIBIT INDEX

| Number ----- | Exhibit ----- |
|-----------------|---|
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| 99.3 | Form of Nonqualified Stock Option Agreement for Directors under Varian Medical Systems, Inc.'s Omnibus Stock Option Plan. |