NETWORKS ASSOCIATES INC/ Form 8-K December 15, 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): December 15, 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)

Registrant s telephone number, including area code: (408) 346-3832

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

> 95054 (Zip Code)

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Item 5. Other Events.

On December 15, 2003, Network Associates announced the signing of a definitive agreement to sell its Magic Solutions assets to BMC Software, Inc.

Attached as Exhibit 99.1 is a press release containing the foregoing announcements.

Item 7. Exhibits.

99.1 Press release dated December 15, 2003.

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.

By:

NETWORKS ASSOCIATES, INC

Dated: December 15, 2003

/s/ Kent H. Roberts

Kent H. Roberts Executive Vice President and General Counsel

EXHIBIT INDEX

Exhibits.

99.1 Press release dated December 15, 2003.