3COM CORP Form 8-K January 04, 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):

January 4, 2005

3COM CORPORATION

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)

0-12867 (Commission File Number)

94-2605794 (IRS Employer Identification No.)

350 Campus Drive Marlborough, Massachusetts 01752

(Address of Principal Executive Offices) (Zip Code)

Registrant s telephone number, including area code: (508) 323-5000

(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):

o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

ý Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 7.01 Regulation FD Disclosure

On Tuesday, January 4, 2005, 3Com Corporation (3Com) provided a set of materials to several institutional investors that included information about industry trends, 3Com s enterprise execution strategy and 3Com s financial position. A copy of those materials is attached as Exhibit 99.1.

ITEM 9.01 Financial Statements and Exhibits

(c) Exhibits

The following exhibit is filed herewith:

99.1 Investor Presentation

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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.

3COM CORPORATION

Date: January 4, 2005 By: /s/ Donald M. Halsted, III

Donald M. Halsted, III

Executive Vice President and Chief Financial Officer

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EXHIBIT INDEX

99.1 Investor Presentation

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