

GENESIS MICROCHIP INC /DE  
Form 8-K  
December 11, 2007

**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**

**December 10, 2007  
Date of Report (Date of earliest event reported)**

**GENESIS MICROCHIP INC.  
(Exact name of registrant as specified in its charter)**

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

**000-33477  
(Commission File Number)**

**77-0584301  
(IRS Employer  
Identification No.)**

**2525 Augustine Dr.  
Santa Clara, CA 95054  
(Address of principal executive offices, including zip code)**

**(408) 919-8400  
(Registrant's telephone number, including area code)**

**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:

- 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))

**Item 8.01 Other Events.**

On December 10, 2007, Genesis Microchip Inc. (“Genesis”) entered into an Agreement and Plan of Merger among STMicroelectronics N.V., Sophia Acquisition Corp. and Genesis. A copy of the Merger Agreement is attached as Exhibit 99.1 to this Current Report on Form 8-K.

**Item 9.01 Financial Statements and Exhibits.**

**(c) Exhibits**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Agreement and Plan of Merger among STMicroelectronics N.V., Sophia Acquisition Corp. and Genesis Microchip Inc. dated as of December 10, 2007.

**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.

**GENESIS MICROCHIP INC.**

Date: December 11, 2007

/s/ Elias Antoun  
Elias Antoun  
President & Chief Executive Officer

**EXHIBIT INDEX**

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