CENTERPULSE LTD Form 6-K October 10, 2002

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

SPECIAL REPORT OF FOREIGN ISSUER

Pursuant to Rule 13a-16 or 15d-16 of the Securities and Exchange Act of 1934

For the date of October 10, 2002

CENTERPULSE LTD.
(Translation of registrant's name into English)
ANDREASSTRASSE 15 CH-8050 ZURICH
(Address of principal executive office)
Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F .
Form 20-F X Form 40-F
Indicate by check mark whether the registrant by furnishing the information contained in this form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.
Yes No X
If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82

Centerpulse Ltd. is filing this Report on Form 6-K to furnish the attached press release announcing the successful completion of Centerpulse's rights issue.

Centerpulse Ltd. hereby incorporates this Report on Form 6-K by reference into the Registration Statements on Form S-8, No. 33-8300, No. 333-76280 and No. 333-85388.

[CENTERPULSE LOGO]

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CENTERPULSE SUCCESSFULLY COMPLETES RIGHTS ISSUE

ZURICH, OCTOBER 10, 2002 - CENTERPULSE HAS SUCCESSFULLY COMPLETED ITS RIGHTS ISSUE AND HAS RAISED GROSS PROCEEDS OF APPROXIMATELY CHF 255 MILLION. AFTER THE CLOSE OF THE SUBSCRIPTION PERIOD, 1.82 MILLION NEW SHARES WERE TAKEN UP BY SHAREHOLDERS AND INVESTORS AND CENTERPULSE'S MAJOR SHAREHOLDER, INCENTIVE CAPITAL.

Under the 11:2 rights issue, which was fully underwritten by InCentive Capital and UBS AG, Centerpulse has issued 1.82 million new shares which will be admitted for trading on the SWX Swiss Exchange as from October 10, 2002. Approximately 99% of the rights were exercised by new investors and existing shareholders, including InCentive Capital, which exercised all of its rights. The remaining 1% of the shares were purchased by InCentive Capital. Issued at CHF 140 per share, Centerpulse has thus raised approximately CHF 255 million in gross proceeds of new equity which will be used to fund part of Centerpulse's payment obligations under the U.S. settlement agreement.

Given the successful completion of the rights issue, together with the arrangement of the senior credit facility of up to USD 635 million, Centerpulse is confident to be able to fully fund the U.S. class action settlement by November 4, 2002.

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(Swiss Stock Market symbol: CEPN, New York Stock Exchange symbol: CEP)

THE COMPANY'S PRESS RELEASES ARE AVAILABLE ON THE INTERNET AT: www.centerpulse.com.

THE COMPANY'S 2ND QUARTER REPORT IS AVAILABLE UNDER: www.centerpulse.com "Investors/Financials/Financial reports"

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Some of the information contained in this press release contains forward-looking statements. Readers are cautioned that any such forward-looking statements are not guarantees of future performance and involve risks and uncertainties, and that actual results may differ materially from those in the forward-looking statements as a result of various factors. Centerpulse undertakes no obligation to publicly update or revise any forward-looking statements.

This press release does not constitute, or form part of, an offer or any solicitation of an offer, for securities.

The securities in respect of the proposed capital increase have not been and will not be registered under the Securities Act of 1933 or under the securities laws of any state of the United States. This press release does not constitute an offer or invitation to subscribe for or purchase any securities for sale in the United States. Securities may not be offered or sold in the United States absent registration or an exemption from registration. Centerpulse does not intend to make a public offering of securities in the United States.

Copies of this press release are not being, and must not be, mailed, or otherwise forwarded, distributed or sent in, into or from Canada, Australia, Japan or South Africa, or any other jurisdiction in which such mailing would be illegal, or to publications with a general circulation in those jurisdictions, and persons receiving this press release (including custodians, nominees and trustees) must not mail or otherwise forward, distribute or send it in, into or from , Canada, Australia, Japan or South Africa, or any other jurisdiction in which such mailing would be illegal, or to publications with a general circulation in those jurisdictions.

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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, thereunto duly authorised.

CENTERPULSE LTD.

By:

/s/ David Wise

Name: David Wise

Title: Group Vice President and

General Counsel, Centerpulse USA Inc.

Date: October 10, 2002