HOLLYWOOD ENTERTAINMENT CORP
Form SC TO-C
December 01, 2004

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 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 1, 2004**

BLOCKBUSTER INC.

(Exact name of Registrant as Specified in its Charter)

Delaware	**001-15153**	**52-1655102**
(State or other jurisdiction of incorporation)	**(Commission File Number)**	**(IRS Employer Identification No.)**

1201 Elm Street Dallas, Texas	**75270**
(Address of principal executive offices)	**(Zip Code)**

(214) 854-3000

(Registrant s telephone number, including area code)

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)

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

x 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 1, 2004, Blockbuster Inc. (Blockbuster) issued a press release confirming its willingness to increase the price it is willing to pay for shares of Hollywood Entertainment Corporation (Hollywood), subject to Hollywood s elimination of a standstill requirement currently preventing delivery of confirmatory information and Blockbuster s review of such confirmatory information. A copy of the press release is attached hereto as Exhibit 99.1. Any solicitation or offer to buy Hollywood s common stock will only be made, if at all, pursuant to an offer to purchase and related materials.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits.

Exhibit No.	Description
99.1	Blockbuster Inc. press release, dated December 1, 2004

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BLOCKBUSTER INC.

Dated: December 1, 2004

By:/s/ Larry J. Zine
Larry J. Zine
Executive Vice President, Chief

Financial Officer and Chief

Administrative Officer

EXHIBIT INDEX

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