January 29, 2004

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

January 29, 2004

Date of Report

BAXTER INTERNATIONAL INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

1-4448	36-0781620
(Commission file number)	(IRS Employer Identification No.)
One Baxter Parkway, Deerfield, Illinois	<u>60015</u>
(Address of principal executive offices)	(Zip Code)

Registrant s telephone number, including area code: (847) 948-2000

Item 12. Results of Operations and Financial Condition.

On January 29, 2004, Baxter International Inc. issued the attached press release reporting its financial results for the fourth quarter and full year 2003 and providing an update on restructuring initiatives. The press release, including attachments, is furnished as Exhibit 99 and incorporated herein by reference.

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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 thereunto duly authorized.

BAXTER INTERNATIONAL INC.

(Registrant)

By: /s/ Jan Stern Reed

Jan Stern Reed

Corporate Secretary

Date: January 29, 2004

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Exhibit Index

Press Release dated January 29, 2004

Press Release dated January 29, 2004

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