<DOCUMENT> <TYPE>6-K <SEQUENCE>1 <FILENAME>form6-k.txt <DESCRIPTION>FORM 6-K <TEXT>

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 6-K

Report Of Foreign Issuer Pursuant To Rule 13a-16 Or 15d-16 of the Securities Exchange Act of 1934

For the month of May 2002

ALCON, INC.

Bosch 69
P.O. Box 62
6331 Hunenberg, Switzerland
011-41-41-785-8888
(Address of principal executive offices)

[Indicate by check mark whether the registrant files or will file annual reports under cover 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

<PAGE>

Incorporation by Reference

This Report of Foreign Issuer on Form 6-K shall be incorporated by reference into the Registration Statement on Form S-8 filed with the Securities and Exchange Commission on April 24, 2002.

<PAGE>

2

ALCON, INC.

FINANCIAL INFORMATION FOR THE

QUARTER ENDED MARCH 31, 2002

- ITEM 1. CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

 CONDENSED CONSOLIDATED BALANCE SHEETS (UNAUDITED)

 CONDENSED CONSOLIDATED STATEMENTS OF EARNINGS (UNAUDITED)

 CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)

 NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

 (UNAUDITED)
- ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS
- ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK



<PAGE>

3

ITEM 1. CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

<TABLE> <CAPTION>

ALCON, INC. AND SUBSIDIARIES Condensed Consolidated Balance Sheets (Unaudited) (in millions, except share data)

Assets	March 31, 2002	December 31, 2001
<\$>	<c></c>	<c></c>
Current assets: Cash and cash equivalents Investments Trade receivables, net Inventories Deferred income tax assets Other current assets	\$ 1,819.3 57.4 568.3 388.4 147.4 55.9	\$ 1,140.5 61.9 492.0 379.5 147.4 48.5
Total current assets	3,036.7	2,269.8
Property, plant and equipment, net Intangible assets, net Long term deferred income tax assets Other assets	628.2 991.6 94.3 51.9	643.8 1,008.2 98.1 50.9
Total assets	\$ 4,802.7	\$ 4,070.8
Liabilities and Shareholders' Equity		
Current liabilities: Accounts payable Short term borrowings Current maturities of long term debt Other current liabilities	101.4 947.7 25.4 648.7	\$ 108.6 805.5 29.4 667.8
Total current liabilities	1,723.2	1,611.3
Long term debt, net of current maturities Long term deferred income tax liabilities Other long term liabilities Redeemable preferred shares Contingencies	88.4 93.7 239.3 2,165.7	697.4 103.3 269.2
Shareholders' equity: Common shares, par value CHF 0.20 per share, 306,975,000 shares and 300,000,000 shares authorized, issued and outstanding at March 31, 2002 and December 31, 2001, respectively Additional paid-in capital Accumulated other comprehensive loss Deferred compensation Retained earnings Total shareholders' equity	42.2 507.1 (125.7) (25.2) 94.0	42.9 592.0 (110.8) 865.5
Total liabilities and shareholders' equity	\$ 4,802.7 =======	\$ 4,070.8

See accompanying notes to condensed consolidated financial statements.

</TABLE>

<PAGE>



4

<TABLE> <CAPTION>

ALCON, INC. AND SUBSIDIARIES Condensed Consolidated Statements of Earnings (Unaudited) (in millions, except share and per share data)

		nree months e 2002		arch 31, 2001
<\$>	<c></c>		<c></c>	
Sales		706.5		
Cost of goods sold		210.4		184.5
Gross profit		496.1		470.3
Selling, general and administrative		252.4		223.2
Research and development		75.3		64.9
Amortization of intangibles		16.8		30.1
Operating income		151.6		152.1
Other income (expense):				
Gain (loss) from foreign currency, net		(0.1)		(1.0)
Interest income		6.8		15.8
Interest expense		(19.3)		(29.4)
Other		1.2		
Earnings before income taxes		140.2		137.5
Income taxes		46.2		53.1
National Company	À	94.0	à	84.4
Net earnings		94.0		84.4
Basic earnings per common share	\$	0.33	\$	0.28
Diluted earnings per common share	\$	0.33	\$	0.28
Basic weighted average common shares Diluted weighted average common shares		32,536,066 32,698,780		

</TABLE>

See accompanying notes to condensed consolidated financial statements.

<PAGE>

5

<TABLE> <CAPTION>

		months 2002	ended	March 31 2001
<\$>	<c></c>		<c></c>	
Cash provided by operating activities: Net cash from operating activities	\$	8.4	:	\$ 83.0



Cash provided by (used in) investing activities: Net cash from investing activities	(8.1)	(26.4)
Cash provided by (used in) financing activities: Proceeds from issuance of long term debt Net proceeds from short term debt Dividends to common shareholder Repayment of long term debt Proceeds from sale of common shares	 149.4 (1,243.4) (612.7) 2,407.2	45.5 (16.4) (19.0)
Other	•	30.1
Net cash from financing activities	682.8	40.2
Effect of exchange rates on cash and cash equivalents	(4.3)	(19.4)
Net increase in cash and cash equivalents	678.8	77.4
Cash and cash equivalents, beginning of period	1,140.5	912.0
Cash and cash equivalents, end of period	\$ 1,819.3 =======	\$ 989.4 ======
Supplemental disclosure of cash flow information: Cash for the following:	paid during the	period
Interest expense, net of amount capitalized	\$ 21.6 ======	
Income taxes	\$ 62.6 ======	\$ 33.1 ======

</TABLE>

See accompanying notes to condensed consolidated financial statements.

<PAGE>

6

(1) Condensed Consolidated Financial Statements

The accompanying interim condensed consolidated financial statements of Alcon, Inc. and Subsidiaries are unaudited. Amounts presented at December 31, 2001 are based on the audited consolidated financial statements appearing in Alcon's registration statement on Form F-1 filed with the Securities and Exchange Commission. The interim condensed consolidated financial statements and notes thereto do not include all disclosures required by generally accepted accounting principles and should be read in conjunction with the audited consolidated financial statements and the notes thereto included in Alcon's registration statement on Form F-1.

In management's opinion, the interim condensed consolidated financial statements reflect all adjustments (consisting only of normal recurring accruals) necessary to present fairly the results for the interim periods presented. Results for interim periods are not necessarily indicative of results that ultimately will be achieved for a full year.

(2) Initial Public Offering

At December 31, 2001, Alcon, Inc. ("Alcon"), a Swiss corporation, was a wholly owned subsidiary of Nestle S.A. ("Nestle"). On September 20, 2001, the Board of Directors of Nestle approved the exploration of an initial public offering (the "IPO") of a minority stake in Alcon.

Alcon declared on February 25, 2002, and made, on March 20, 2002, a payment to Nestle of \$1,243.4 for dividends and return of capital. This payment was financed from existing cash and cash equivalents and additional short-term borrowings. The entire payment was considered a dividend under Swiss law.

On February 25, 2002, the shareholder of Alcon converted 69,750,000 Alcon common shares owned by Nestle into 69,750,000 Alcon non-voting preferred shares. No dividends will be paid on the preferred shares for 2002. On March 21, 2002, holders of Alcon common shares voted to redeem the



preferred shares for an aggregate redemption price of CHF 3.634 billion. The proceeds, net of related costs including taxes, from the IPO will be used to redeem the preferred shares. The redemption is expected to occur prior to May 31, 2002.

On March 20, 2002, Alcon's IPO was priced at \$33.00 per share for 69,750,000 common shares. The net proceeds to Alcon from the IPO were \$2,188.1, after offering expenses and taxes. A portion of the IPO proceeds were utilized to repay \$712.1 in short-term debt until the end of May 2002, when the redemption price for the preferred shares is expected to be paid.

Net proceeds of \$219.1, after offering expenses and taxes, from the subsequent exercise of the underwriters' over-allotment option to purchase 6,975,000 common shares were used to reduce short-term indebtedness

In connection with the IPO, Alcon changed certain provisions of its deferred compensation plan. These changes resulted in a one time \$22.6 charge to operating income (\$14.2 net of tax) upon the completion of the IPO.

<PAGE>

(3) Recently Adopted Accounting Standards

Effective January 1, 2002, Alcon adopted Statement of Financial Accounting Standards No. 142, "Goodwill and Other Intangible Assets", and Statement of Financial Accounting Standards No. 144, "Accounting for the Impairment or Disposal of Long Lived Assets".

Goodwill and Other Intangible Assets

Statement 142 requires that goodwill and intangible assets with indefinite useful lives no longer be amortized, but instead be tested for impairment at least annually. Alcon does not expect to record an impairment as a result of the implementation of Statement 142. Statement 142 also requires that intangible assets with estimable useful lives be amortized over their respective estimated useful lives to their residual values and reviewed for impairment.

Intangible assets subject to amortization:

<TABLE>

	March 31, 2002			December 31, 2001				
	(Gross Carrying Amount		umulated	Car	coss crying mount		cumulated rtization
<pre><s> Amortized intangible assets:</s></pre>	<c:< th=""><th>></th><th><c></c></th><th></th><th><c></c></th><th></th><th><c></c></th><th></th></c:<>	>	<c></c>		<c></c>		<c></c>	
Licensed technology Other	\$	501.8 182.1	\$	(164.4) (75.8)	\$	502.0 182.2	\$	(151.6) (70.5)
	\$	683.9	\$	(240.2)	\$	684.2	\$ ==	(222.1)

March 31 2002

7

December 31 2001

</TABLE>

	Quarter ended March 31, 2002	~
Aggregate amortization expense related to intangible assets	\$ 16.8 =======	\$ 19.5 =======

Alcon recorded no intangible assets with indefinite lives other than



DOCKET

Explore Litigation Insights



Docket Alarm provides insights to develop a more informed litigation strategy and the peace of mind of knowing you're on top of things.

Real-Time Litigation Alerts



Keep your litigation team up-to-date with **real-time** alerts and advanced team management tools built for the enterprise, all while greatly reducing PACER spend.

Our comprehensive service means we can handle Federal, State, and Administrative courts across the country.

Advanced Docket Research



With over 230 million records, Docket Alarm's cloud-native docket research platform finds what other services can't. Coverage includes Federal, State, plus PTAB, TTAB, ITC and NLRB decisions, all in one place.

Identify arguments that have been successful in the past with full text, pinpoint searching. Link to case law cited within any court document via Fastcase.

Analytics At Your Fingertips



Learn what happened the last time a particular judge, opposing counsel or company faced cases similar to yours.

Advanced out-of-the-box PTAB and TTAB analytics are always at your fingertips.

API

Docket Alarm offers a powerful API (application programming interface) to developers that want to integrate case filings into their apps.

LAW FIRMS

Build custom dashboards for your attorneys and clients with live data direct from the court.

Automate many repetitive legal tasks like conflict checks, document management, and marketing.

FINANCIAL INSTITUTIONS

Litigation and bankruptcy checks for companies and debtors.

E-DISCOVERY AND LEGAL VENDORS

Sync your system to PACER to automate legal marketing.

