

PROGRESS SOFTWARE CORP /MA

Form 8-K/A

May 01, 2006

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 8-K/A**

**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): **January 17, 2006 (amending the report filed  
January 23, 2006)**

**PROGRESS SOFTWARE CORPORATION**  
(Exact Name of Registrant as Specified in Charter)

**Massachusetts**

**033-41752**

**04-2746201**

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(IRS Employer  
Identification Number)

**14 Oak Park, Bedford, Massachusetts**

**01730**

(Address of principal executive offices)

(Zip code)

Registrant's telephone number, including area code **(781) 280-4000**  
**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 (see General Instruction A.2. below).

- 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 9.01 Financial Statements and Exhibits**

On January 23, 2006, Progress Software Corporation ( **Progress** ) filed a current report on Form 8-K with respect to the completion of its acquisition of Actional Corporation ( **Actional** ). In that report, Progress indicated its intention to file by amendment the required historical financial statements of Actional, as well as the required pro forma financial statements reflecting the acquisition of Actional. Progress has determined that no such historical or pro forma financial statements are required to be filed.

**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 authorized.

**PROGRESS SOFTWARE CORPORATION**

Dated: May 1, 2006

By: /s/ Norman R. Robertson  
Norman R. Robertson  
Senior Vice President, Finance and  
Administration and Chief Financial  
Officer

3