

PROGRESS SOFTWARE CORP /MA

Form 8-K

December 09, 2003

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**UNITED STATES
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**

Date of Report (date of earliest event reported): December 5, 2003

PROGRESS SOFTWARE CORPORATION

(Exact name of registrant as specified in its charter)

Massachusetts

0-19427

04-2746201

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

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)

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Item 5. Other Events.

Item 7. Exhibits.

SIGNATURE

EXHIBIT INDEX

EX-99.1 JOINT PRESS RELEASE DATED 12-05-03

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Item 5. Other Events.

On December 5, 2003, Progress Software Corporation and DataDirect Technologies Limited announced that they had entered into a definitive agreement whereby Progress has agreed to acquire substantially all of the assets and certain subsidiaries of DataDirect for an aggregate purchase price, net of cash and subject to certain balance sheet adjustments as of the closing of the acquisition, of approximately \$88 million in cash. A copy of the joint press release issued by Progress and DataDirect on December 5, 2003 containing the announcement of the proposed acquisition is attached hereto as Exhibit 99.1.

Item 7. Exhibits.

| Number | Title |
|---------------|--|
| 99.1 | Joint Press Release, dated December 5, 2003, entitled Progress Software Corporation to Acquire DataDirect Technologies; Standards-based Data Access Business to Enhance PSC Revenue, Growth. |

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.

PROGRESS SOFTWARE CORPORATION

Dated: December 9, 2003

By: /s/ Norman R. Robertson

Norman R. Robertson
Senior Vice President, Finance and Administration and Chief
Financial Officer (Principal Financial Officer)

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