

Edgar Filing: AVOCENT CORP - Form 8-K

AVOCENT CORP
Form 8-K
March 31, 2006

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) March 31, 2006

AVOCENT CORPORATION

(Exact name of registrant as specified in its charter)

| | | |
|--|-----------------------------|--------------------------------------|
| DELAWARE | 000-30575 | 91-2032368 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |
| 4991 CORPORATE DRIVE | HUNTSVILLE, AL | 35805 |
| (Address of principal executive offices) | | (Zip Code) |
| Registrant's telephone number, including area code | (256) 430-4000 | |

n/a

(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:

- 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 1.01 Entry into a Material Definitive Agreement.

Edgar Filing: AVOCENT CORP - Form 8-K

The Agreement and Plan of Merger by and among Avocent Corporation, Cedar California Acquisition Corp., Cyclades Corporation, and Daniel Dalarossa and John Lima pursuant to which Avocent Corporation acquired Cyclades Corporation is incorporated herein by reference and filed as Exhibit 99.5 hereto.

Item 7.01 Regulation FD Disclosure

On March 31, 2006, Avocent Corporation publicly disseminated a press release announcing that it had completed the acquisition of Cyclades Corporation. The information contained in the press release is incorporated herein by reference and furnished as Exhibit 99.6 hereto.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit

| Number | Description of Exhibit |
|--------|------------------------------------|
| 99.5 | Agreement of Plan and Merger |
| 99.6 | Press Release dated March 31, 2006 |

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 hereunto duly authorized.

AVOCENT CORPORATION

Date: March 31, 2006

By: /s/ Edward H. Blankenship

Edward H. Blankenship
Senior Vice President of Finance
and Chief Financial Officer

EXHIBIT INDEX

| Exhibit | Description |
|---------|------------------------------------|
| 99.5 | Agreement and Plan of Merger |
| 99.6 | Press Release dated March 31, 2006 |