

OPEN TEXT CORP  
Form 8-K  
August 04, 2006

---

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, DC 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): August 4, 2006**

---

**Open Text Corporation**

(Exact name of Registrant as specified in its charter)

---

**Canada**  
(State or Other Jurisdiction of Incorporation)

**0-27544**  
(Commission File Number)

**98-0154400**  
(IRS Employer Identification No.)

**275 Frank Tompa Drive, Waterloo, Ontario, Canada N2L 0A1**

(Address of principal executive offices)

**(519) 888-7111**

**Registrant's telephone number, including area code**

---

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):

## Edgar Filing: OPEN TEXT CORP - Form 8-K

- .. 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**

On August 4, 2006, Open Text Corporation (the Company) issued a press release announcing that it has entered into a definitive agreement with Hummingbird Ltd. (Hummingbird) under which Open Text will acquire through a wholly-owned subsidiary, all of Hummingbird's outstanding shares in an all-cash transaction valued at US\$27.85 per share, or approximately US\$489 million.

A copy of the press release is filed as Exhibit 99.1 to this Form 8-K.

**Item 9.01 Exhibits**

(d) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release issued by Open Text Corporation on August 4, 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.

**OPEN TEXT CORPORATION**

August 4, 2006

By: /s/ Paul J. McFeeters  
Paul J. McFeeters

Chief Financial Officer

Exhibit Index

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release issued by Open Text Corporation on August 4, 2006.