

AGILE SOFTWARE CORP  
Form 8-K  
July 11, 2005

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported) July 11, 2005**

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**AGILE SOFTWARE CORPORATION**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**0-27071**  
(Commission File Number)

**77-0397905**  
(IRS Employer  
Identification No.)

**6373 San Ignacio Avenue**  
**San Jose, California 95119-1200**

(Address of principal executive offices) (Zip Code)

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**Registrant's telephone number, including area code (408) 284-4000**

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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))
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***Item 8.01. Other Events***

On July 11, 2005, Agile Software Corporation (the Company) issued a press release announcing that it had filed with the Securities and Exchange Commission a Tender Offer Statement under Section 13(e) of the Securities and Exchange Act of 1934 on Schedule TO relating to an offer to its employees and the employees of certain of its subsidiaries to exchange outstanding stock options for new options, and also announcing that the Company has adopted Statement of Financial Accounting Standards No. 123 (revised 2004) effective as of May 1, 2005. The full text of the Company's press release is attached hereto as Exhibit 99.1.

The information in this report, including the exhibit hereto, shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section or Sections 11 and 12(a)(2) of the Securities Act of 1933, as amended. The information contained herein and in the accompanying exhibit shall not be incorporated by reference into any filing of the Registrant, whether made before or after the date hereof, regardless of any general incorporation language in such filing, unless expressly incorporated by specific reference to such filing.

***Item 9.01. Financial Statements and Exhibits***

(c) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release dated July 11, 2005

**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.

Date: July 11, 2005

AGILE SOFTWARE CORPORATION

By: /s/ Carolyn V. Aver

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Carolyn V. Aver,  
Chief Financial Officer

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release dated July 11, 2005