

PERFICIENT INC  
Form 8-K  
September 06, 2006

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UNITED STATES  
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) September 1, 2006

PERFICIENT, INC.  
(Exact Name of Registrant as Specified in its Charter)

Delaware  
(State or Other  
Jurisdiction of  
Incorporation)

001-15169  
(Commission File  
Number)

74-2853258  
(IRS Employer  
Identification No.)

1120 South Capital of Texas Highway,  
Suite 220, Bldg. 3, Austin, Texas  
(Address of Principal Executive Offices)

78746  
(Zip Code)

(512) 531-6000  
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):

- .. 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))

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“ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 1.01. Entry Into a Material Definitive Agreement.**

On September 1, 2006, Perficient, Inc. (the “Company”) entered into an amendment to the offer letter previously entered into with Paul E. Martin, the Company’s Chief Financial Officer.

The amendment provides for accelerated vesting of 50% of Mr. Martin’s initial restricted stock grant upon a change of control with additional vesting and severance compensation in certain instances if Mr. Martin is terminated in connection with or within one year following the change in control.

A copy of the offer letter amendment is filed as Exhibit 10.1 to this Current Report on Form 8-K, the full terms of which are incorporated herein by reference.

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

(c) *Exhibits.*

<b>Exhibit No.</b>	<b>Description</b>
10.1	— Offer Letter Amendment, dated August 31, 2006, by and between Perficient, Inc. and Mr. Paul E. Martin.

**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.

Dated: September 6, 2006

PERFICIENT, INC.

By: /s/ Paul E. Martin

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Paul E. Martin  
Chief Financial Officer

**PERFICIENT, INC.**

**EXHIBIT INDEX**

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