

PARAMETRIC TECHNOLOGY CORP  
Form 8-K  
April 26, 2006

**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) April 26, 2006

**Parametric Technology Corporation**

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(Exact Name of Registrant as Specified in Its Charter)

**Massachusetts**

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(State or Other Jurisdiction of Incorporation)

**0-18059**  
(Commission File Number)

**04-2866152**  
(IRS Employer Identification No.)

**140 Kendrick Street**

**Needham, Massachusetts**  
(Address of Principal Executive Offices)

**02494-2714**  
(Zip Code)

**(781) 370-5000**

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(Registrant's Telephone Number, Including Area Code)

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(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 (see General Instruction A.2. below):

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- .. 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))

**Section 7 Regulation FD**

**Item 7.01. Regulation FD Disclosure.**

On April 26, 2006, Parametric Technology Corporation (PTC) issued a press release announcing results for its fiscal quarter ended April 1, 2006. In that press release, PTC indicated it expected that, on a GAAP basis, third quarter total costs and expenses are expected to be approximately \$195 million to \$203 million. PTC is refining its guidance and expects that, on a GAAP basis, third quarter total costs and expenses will be approximately \$195 million to \$200 million.

**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.

Parametric Technology Corporation

Date: April 26, 2006

By: */s/* CORNELIUS F. MOSES, III  
**Cornelius F. Moses, III**

**Executive Vice President and Chief Financial Officer**