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AVOCENT CORP
Form 8-K
February 02, 2005

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) February 2, 2005

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.

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On January 27, 2005, Avocent Corporation's Compensation Committee approved bonuses under Avocent Corporation's 2004 Executive Bonus Plan, and on February 1, 2005, the Compensation Committee approved the Avocent Corporation 2005 Executive Bonus Plan. A summary of the Avocent Corporation 2004 Executive Bonus Plan is incorporated herein by reference and filed as Exhibit 99.2 hereto, and a summary of the Avocent Corporation 2005 Executive Bonus Plan is incorporated herein by reference and filed as Exhibit 99.3 hereto.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits.

| Exhibit Number | Description of Exhibit |
|----------------|--|
| 99.2 | Summary of Avocent Corporation 2004 Executive Bonus Plan |
| 99.3 | Summary of Avocent Corporation 2005 Executive Bonus Plan |

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: February 2, 2005

By: /s/ Samuel F. Saracino

Samuel F. Saracino
Senior Vice President of Legal and
Corporate Affairs, General Counsel, and
Secretary

EXHIBIT INDEX

| Exhibit | Description |
|---------|--|
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