

CONCORD COMMUNICATIONS INC

Form 8-K

September 27, 2004

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 27, 2004

CONCORD COMMUNICATIONS, INC.

(Exact Name of Registrant as Specified in Its Charter)

Massachusetts

0-23067

04-2710876

(State or Other Jurisdiction
of Incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

400 Nickerson Road, Marlboro, Massachusetts

01752

(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code: (508) 460-4646

Not applicable

(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):

- 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 7.01. Regulation FD Disclosure.

Concord Communications, Inc. filed today with the Securities and Exchange Commission a Schedule TO pursuant to which it will conduct a tender offer to purchase for cash any and all outstanding options to purchase shares of its common stock, par value \$0.01 per share, with an exercise price of \$25.00 per share or more granted under Concord's 1997 Stock Plan, as amended.

The terms of the tender offer are more fully described in the tender offer documents filed by Concord today with the Securities and Exchange Commission.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CONCORD COMMUNICATIONS, INC.

Date: September 27, 2004

By: /s/ Melissa H. Cruz

Melissa H. Cruz
Executive Vice President of Business Services,
Chief Financial Officer and Treasurer

3