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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

**CURRENT REPORT**

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

**Date of Report: March 12, 2009**  
(Date of earliest event reported)

**Forgent Networks, Inc.**

(Exact name of registrant as specified in its charter)

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

**0-20008**  
(Commission  
File Number)

**74-2415696**  
(IRS Employer  
Identification Number)

**108 Wild Basin Rd**  
(Address of principal executive  
offices)

**78746**  
(Zip Code)

**512-437-2700**  
(Registrant's telephone number, including area code)

**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:

- 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 9.01. Financial Statements and Exhibits**

**(a) Financial statements:**

None

**(b) Pro forma financial information:**

None

**(c) Shell company transactions:**

None

**(d) Exhibits**

99.1 Earnings Press Release of Forgent Networks, Inc. dated March 12, 2009

**SIGNATURE**

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: March 12, 2009

**FORGENT NETWORKS, INC.**

By: /s/ Jay C Peterson  
Jay C Peterson  
*Chief Financial Officer*

**Exhibit Index**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Earnings Press Release of Forgent Networks, Inc. dated March 12, 2009

**Asure Software Announces Financial Results  
for the 2009 Fiscal Second Quarter**

AUSTIN, TX—(MARKET WIRE)—March 12, 2009 — Asure Software (NASDAQ: ASUR), a leading provider of workforce management software, today announced financial results for the 2009 fiscal second quarter, ended January 31, 2009.

**Highlights included:**

- Meeting Room Manager (MRM) Software-as-a-Service (SaaS) bookings increased 119% over Q1 2009.
- Overall gross margins increased to 81% in Q2 2009 from 80% in Q1 2009, and from 78% in Q4 2008.
- Overall operating expenses decreased by 5% in Q2 2009 versus Q1 2009.
- Previously announced plans to privatize the company remain on track.

“Although revenue declined, strong growth in MRM SaaS business in the second quarter convinces us of our continued revenue growth potential,” commented Richard Snyder, Chairman and Chief Executive Officer of Asure Software. “In particular, new MRM SaaS bookings were up 119% over the first quarter, and up 126% year over year. In addition, during Q2 2009, we added nine Fortune 500 customers, processed our ten-millionth paystub with our iEmployee business and consummated our largest SaaS deal to date.”

“Our plans for going private remain on track, with our preliminary proxy filing currently under standard review by the SEC. Completing this process is expected to contribute approximately \$1 million annually to the bottom line,” Mr. Snyder concluded.

**Additional First-Quarter Highlights**

On a sequential basis, Asure’s total revenues declined approximately 13% in Q2 2009, to \$2.4 million, from the \$2.8 million recorded in Q1 2009. Compared to Q2 2008 revenues of \$2.7 million, the year-over-year decline in quarterly revenues totaled approximately 11%.

Operating expenses declined in Q2 2009 versus Q1 2009 by 5% due to reduced legal expenses relating to the company’s building assignment. By implementing a 10% salary reduction through the balance of the fiscal year and other cost-cutting measures, Asure management expects to reduce Q3 2009 quarterly operating expenses by approximately \$300,000.

As of January 31, 2009, the Company had working capital of \$7.3 million, and cash, cash equivalents and short-term investments totaling \$12.1 million on its balance sheet.

**Conference Call Details**

Asure Software has scheduled a conference call for today, Thursday, March 12, 2009 at 11:00 a.m. ET (10:00 a.m. CT) to discuss its most recent financial results and outlook. Participating in

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the call will be Richard Snyder, Chairman and Chief Executive Officer; Jay Peterson, Chief Financial Officer; and Nancy Harris, Chief Operating Officer.

To take part, please dial 866-700-7173 ten minutes before the conference call begins, ask for the Asure Software event and use passcode 16647848. International callers should dial 617-213-8838 and reference the same passcode, 16647848.

Investors, analysts, media and the general public will also have the opportunity to listen to the conference call in listen-only mode via the Internet by visiting the investor relations page of Asure's web site at [www.asuresoftware.com](http://www.asuresoftware.com). To monitor the live call, please visit the web site at least 15 minutes early to register, download and install any necessary audio software. For those who cannot listen to the live broadcast, an archived replay will be available shortly after the call on the investor relations page of the Company's web site at [www.asuresoftware.com](http://www.asuresoftware.com).

#### **About Asure Software**

Headquartered in Austin, Texas, Asure Software (ASUR), (a d/b/a of Forgent Networks, Inc.), empowers small to mid-size organizations and divisions of large enterprises to operate more efficiently, increase worker productivity and reduce costs through a comprehensive suite of on-demand workforce management software and services. Asure's market-leading suite includes products that optimize workforce time and attendance tracking, benefits enrollment and tracking, pay stubs and W2 documentation, expense management, and meeting and event management. With additional offices in Warwick, Rhode Island, Vancouver, British Columbia, and Mumbai, India, Asure serves 3,500 customers around the world. For more information, please visit [www.asuresoftware.com](http://www.asuresoftware.com).

"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995:

Statements in this press release regarding Forgent's business which are not historical facts are "forward-looking statements" that involve risks and uncertainties. Such risks and uncertainties could cause actual results to differ from those contained in the forward-looking statements.

#### **Investor contacts:**

Jay Peterson  
512-437-2476  
[jay\\_peterson@asuresoftware.com](mailto:jay_peterson@asuresoftware.com)

Sean Collins, Senior Partner  
CCG Investor Relations  
310-477-9800, ext. 202  
[www.ccgir.com](http://www.ccgir.com)

#### **Media contact:**

Lisa Flynn  
512-437-2678  
[lisa\\_flynn@asuresoftware.com](mailto:lisa_flynn@asuresoftware.com)

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**FORGENT NETWORKS, INC.**  
**CONSOLIDATED BALANCE SHEETS**  
(Amounts in thousands, except per share data)

	JANUARY 31, 2009 (UNAUDITED)	JULY 31, 2008
<b>ASSETS</b>		
Current Assets:		
Cash and cash equivalents	\$ 9,056	\$ 12,062
Short-term investments	3,074	2,627
Accounts receivable, net of allowance for doubtful accounts of \$56 and \$41 at January 31, 2009 and July 31, 2008, respectively	1,528	1,718
Inventory	31	74
Prepaid expenses and other current assets	222	191
Total Current Assets	<u>13,911</u>	<u>16,672</u>
Property and equipment, net	775	907
Intangible assets, net	4,338	4,729
	<u>\$ 19,024</u>	<u>\$ 22,308</u>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Current Liabilities:		
Accounts payable	\$ 3,779	\$ 3,778
Accrued compensation and benefits	157	203
Lease impairment and advance	336	373
Other accrued liabilities	455	384
Deferred revenue	1,901	1,844
Total Current Liabilities	<u>6,628</u>	<u>6,582</u>
Long-Term Liabilities:		
Deferred revenue	53	25
Lease impairment and advance	375	564
Other long-term obligations	170	217
Total Long-Term Liabilities	<u>598</u>	<u>806</u>
Stockholders' Equity:		
Preferred stock, \$.01 par value; 10,000 shares authorized; none issued or outstanding	—	—
Common stock, \$.01 par value; 40,000 shares authorized; 32,901 and 32,892 shares issued; 31,111 and 31,102 shares outstanding at January 31, 2009 and July 31, 2008, respectively	329	329
Treasury stock at cost, 1,790 shares at January 31, 2009 and July 31, 2008	(4,815)	(4,815)
Additional paid-in capital	270,712	270,657
Accumulated deficit	(254,292)	(251,214)
Accumulated other comprehensive income	(136)	(37)
Total Stockholders' Equity	<u>11,798</u>	<u>14,920</u>
	<u>\$ 19,024</u>	<u>\$ 22,308</u>

**FORGENT NETWORKS, INC.**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
(Amounts in thousands, except per share data)

	FOR THE THREE MONTHS ENDED JANUARY 31,		FOR THE SIX MONTHS ENDED JANUARY 31,	
	2009	2008	2009	2008
	(UNAUDITED)		(UNAUDITED)	
Revenues	\$ 2,421	\$ 2,734	\$ 5,213	\$ 4,608
Cost of Sales	(469)	(629)	(1,033)	(958)
<b>Gross Margin</b>	<b>1,952</b>	<b>2,105</b>	<b>4,180</b>	<b>3,650</b>
<b>OPERATING EXPENSES:</b>				
Selling, general and administrative	3,034	2,962	6,231	5,402
Research and development	525	640	1,086	931
Amortization of intangible assets	149	155	298	191
Total Operating Expenses	<b>3,708</b>	<b>3,757</b>	<b>7,615</b>	<b>6,524</b>
<b>LOSS FROM OPERATIONS</b>	<b>(1,756)</b>	<b>(1,652)</b>	<b>(3,435)</b>	<b>(2,874)</b>
<b>OTHER INCOME AND (EXPENSES):</b>				
Interest income	35	195	89	533
Foreign currency translation	(22)	(4)	99	(11)
Gain on sale of assets	250	—	250	—
Interest expense and other	(23)	(16)	(33)	(29)
Total Other Income	<b>240</b>	<b>175</b>	<b>405</b>	<b>493</b>
<b>LOSS FROM OPERATIONS, BEFORE INCOME TAXES</b>	<b>(1,516)</b>	<b>(1,477)</b>	<b>(3,030)</b>	<b>(2,381)</b>
Provision for income taxes	(23)	(7)	(48)	(21)
<b>NET LOSS</b>	<b>\$ (1,539)</b>	<b>\$ (1,484)</b>	<b>\$ (3,078)</b>	<b>\$ (2,402)</b>
<b>BASIC AND DILUTED LOSS PER SHARE:</b>				
Net loss per share — basic and diluted	<u>(0.05)</u>	<u>(0.05)</u>	<u>(0.10)</u>	<u>(0.08)</u>
<b>WEIGHTED AVERAGE SHARES OUTSTANDING:</b>				
Basic	31,110	30,940	31,107	29,017
Diluted	31,110	30,940	31,107	29,017

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