

TERAYON COMMUNICATION SYSTEMS

Form 8-K

December 22, 2004

Table of Contents

**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: December 17, 2004
(Date of earliest event reported)

TERAYON COMMUNICATION SYSTEMS, INC.

(Exact name of Registrant as specified in its charter)

Delaware

000-24647

77-0328533

(State or other jurisdiction
of incorporation)

(Commission
file number)

(I.R.S. employer
identification no.)

4988 Great America Parkway, Santa Clara, CA 95054
(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (408) 235-5500

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))
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TABLE OF CONTENTS

ITEM 5.02 Departure of Directors or Principal Officers; Election of Directors;

ITEM 9.01 Financial Statements and Exhibits.

SIGNATURES

Exhibit Index

EXHIBIT 99.1

Table of Contents

ITEM 5.02 Departure of Directors or Principal Officers; Election of Directors;

Appointment of Principal Officers.

On December 17, 2004, Terayon Communication Systems, Inc. (Terayon) announced that Edward Lopez will be resigning his position as Terayon s Senior Vice President, General Counsel and Human Resources effective December 31, 2004. The press release announcing Mr. Lopez s resignation is attached as Exhibit 99.1

ITEM 9.01 Financial Statements and Exhibits.

(c) Exhibits.

Exhibit 99.1 Terayon Announces Resignation of Edward Lopez as General Counsel

2

Table of Contents

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 thereunto duly authorized.

Terayon Communication Systems, Inc.

By: /s/ Edward Lopez
Edward Lopez
Senior Vice President, General Counsel
and Human Resources

Date: December 22, 2004

Table of Contents

Exhibit Index

Exhibit 99.1 Terayon Announces Resignation of Edward Lopez as General Counsel