

VIRTUSA CORP
Form 8-K
August 29, 2008

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**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): August 22, 2008

VIRTUSA CORPORATION

(Exact Name of Registrant as Specified in Charter)

Delaware

001-33625

04-3512883

(State or Other Juris-
diction of Incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

2000 West Park Drive
Westborough, Massachusetts

01581

(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code: (508) 389-7300

(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))
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Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

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SIGNATURE

EXHIBIT INDEX

EX-10.1 SEPARATION AGREEMENT DATED AS OF AUGUST 28, 2008 BY AND BETWEEN
VIRTUSA CORPORATION AND DANFORD F. SMITH

EX-99.1 PRESS RELEASE ISSUED BY VIRTUSA CORPORATION ON AUGUST 28, 2008

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Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On August 28, 2008, Virtusa Corporation announced that Danford F. Smith, President, Chief Operating Officer and member of the Board of Directors of the Company, has resigned from the Company, effective September 30, 2008, in order to pursue other opportunities.

Item 7.01. Regulation FD Disclosure.

On August 28, 2008, the Company issued a press release, a copy of which is being furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information in this Item 7.01 and Exhibit 99.1 attached hereto is intended to be furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the Exchange Act) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

10.1 Separation Agreement dated as of August 28, 2008 by and between Virtusa Corporation and Danford F. Smith.

The following exhibit relating to Item 5.02 shall be deemed to be furnished, and not filed:

99.1 Press Release issued by Virtusa Corporation on August 28, 2008.

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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.

Virtusa Corporation

Date: August 28, 2008

By: /s/ Thomas R. Holler
Thomas R. Holler
Chief Financial Officer (Principal
Financial and Accounting Officer)

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EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
10.1	Separation Agreement dated as of August 28, 2008 by and between Virtusa Corporation and Danford F. Smith.
99.1	Press Release issued by Virtusa Corporation on August 28, 2008