

SERENA SOFTWARE INC  
Form 8-K  
June 22, 2005

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

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

**Date of Report (Date of earliest event reported): June 16, 2005**

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**SERENA SOFTWARE, INC.**

(Exact name of registrant as specified in charter)

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

**000-25285**  
(Commission file number)

**94-2669809**  
(I.R.S. Employer  
Identification Number)

**2755 Campus Drive 3rd Floor**

**San Mateo, California**  
(Address of principal executive offices)

**94403-2538**  
(Zip Code)

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Registrant's telephone number, including area code: (650) 522-6600

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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 1.01. Entry into a Material Definitive Agreement.**

On June 16, 2005, the board of directors of Serena Software Inc. adopted a new Form of Restricted Stock Purchase Agreement under the Amended and Restated 1997 Stock Option and Incentive Plan.

**Item 9.01. Financial Statements and Exhibits.**

(c) Exhibits

| <u>Exhibit</u> | <u>Description</u>   |
|----------------|--|
| 99.1           | Form of Restricted Stock Purchase Agreement under the Amended and Restated 1997 Stock Option and Incentive 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.

Dated: June 21, 2005

SERENA SOFTWARE, INC.

By: /s/ Vita Strimaitis

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Vita Strimaitis  
Senior Vice President and General Counsel

EXHIBIT INDEX

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