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PARAMETRIC TECHNOLOGY CORP

Form 8-K

May 27, 2004

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):

May 27, 2004

PARAMETRIC TECHNOLOGY CORPORATION
(Exact name of registrant as specified in its charter)

| | | |
|---|-----------------------------|--------------------------------------|
| Massachusetts | 0-18059 | 04-2866152 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

140 Kendrick Street, Needham, Massachusetts 02494
(Address of principal executive offices and zip code)

Registrant's telephone number, including area code:

(781) 370-5000

Item 5. Other.

On May 27, 2004, we announced that Joseph M. O'Donnell was elected by the Board of Directors a Class III Director of the Company. A copy of the related press release is filed herewith as Exhibit 99.1.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(c) Exhibits:

99.1 Press release issued by Parametric Technology Corporation on May 27, 2004.

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.

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Parametric Technology Corporation

Date: May 27, 2004

By: /s/ Aaron C. von Staats

Aaron C. von Staats
Senior Vice President,
General Counsel and Clerk

EXHIBIT INDEX

| Exhibit No. | Description |
|-------------|--|
| 99.1 | Press release issued by Parametric Technology Corporation on May 27, 2004. |