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PARAMETRIC TECHNOLOGY CORP

Form 8-K

October 10, 2006

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
PLACECITYWASHINGTON, STATEDC POSTALCODE20549

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) October 9, 2006

Parametric Technology Corporation

-----  
(Exact Name of Registrant as Specified in Its Charter)

Massachusetts

-----  
(State or Other Jurisdiction of Incorporation)

0-18059

04-2866152

-----  
(Commission File Number)

(IRS Employer Identification No.)

140 Kendrick Street  
Needham, Massachusetts

02494-2714

-----  
(Address of Principal Executive Offices)

(Zip Code)

(781) 370-5000

-----  
(Registrant's Telephone Number, Including Area Code)

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(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))

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Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Section 2 - Financial Information

Item 2.02. Results of Operations and Financial Condition.

On October 9, 2006, Parametric Technology Corporation issued a press release announcing preliminary financial results for its fourth fiscal quarter and fiscal year ended September 30, 2006. A copy of the press release is furnished herewith as Exhibit 99.1.

Section 9 - Financial Statements and Exhibits

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

99.1 A copy of the press release issued by Parametric Technology Corporation on October 9, 2006 is furnished herewith.

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.

Parametric Technology Corporation

Date: October 10, 2006

By:           /s/ Cornelius F. Moses, III          

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Cornelius F. Moses, III  
Executive Vice President and  
Chief Financial Officer