

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 8-K**

**CURRENT REPORT**

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

**Date of Report: March 13, 2008**  
(Date of earliest event reported)

**Forgent Networks, Inc.**  
(Exact name of registrant as specified in its charter)

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

**0-20008**  
(Commission File  
Number)

**74-2415696**  
(IRS Employer  
Identification Number)

**108 Wild Basin Road**  
(Address of principal executive offices)

**78746**  
(Zip Code)

**512-437-2700**  
(Registrant's telephone number, including area code)

**Not Applicable**  
(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:

- 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 9.01. Financial Statements and Exhibits**

**(a) Financial statements:**

None

**(b) Pro forma financial information:**

None

**(c) Shell company transactions:**

None

**(d) Exhibits**

Forgent Networks, Inc. Earnings Press Release

99.1 [Press Release of Forgent Networks, Inc. dated March 13, 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.

Dated: March 13, 2008

**FORGENT NETWORKS, INC.**

By: /s/ Jay C. Peterson  
Jay C. Peterson  
*Chief Financial Officer*

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**Exhibit Index**

**Exhibit No.**

**Description**

99.1

Press Release of Forgent Networks, Inc. dated March 13, 2008

## Asure Software Announces Results for the 2008 Fiscal Second Quarter

### Software and Services Revenues Increase 46 Percent

AUSTIN, TX -- 03/13/2008 -- Asure Software (NASDAQ: ASUR) today announced results for the 2008 fiscal second quarter ended January 31, 2008. Highlights for the quarter include:

- Software and services revenues increased by \$0.9 million, or 46 percent, to \$2.7 million.
- Integration of the iEmployee workforce management software acquisition continued.
- Gross margin as a percent of revenues decreased to 77 percent.
- Total employee headcount decreased by 21% to 149.
- Availability of Mobile Workforce Manager and Visual Asset Manager for RFID was announced.

"Our business continues to grow and our strategy is on track. We continue to watch expenses closely and work on integrating the iEmployee business we acquired in October 2007. Our recently acquired products are responding well to our web-based marketing model, which is clear evidence that there is healthy demand in the marketplace for these solutions. We believe we have the plans in place to continue our growth in this large and expanding workforce management market," said Richard N. Snyder, Chairman and Chief Executive Officer of Asure Software.

### Software and Services Business

Software and services revenue for the three months ended January 31, 2008 was \$2.7 million, an increase of \$0.9 million, or 46 percent, from the \$1.9 million reported for the three months ended October 31, 2007. Revenues include sales of the NetSimplicity scheduling and asset management software, including Meeting Room Manager ("MRM"), Visual Asset Manager ("VAM"), and sales of the Company's iEmployee workforce management software. Also included in these revenues are software maintenance and support services and professional services. Software and services revenue increased \$1.7 million or 168% from the three months ended January 31, 2007 to the three months ended January 31, 2008.

### Gross Margin

Software and services gross margin for the 2008 fiscal second quarter was \$2.1 million, an increase of \$.6 million or 36 percent, versus \$1.5 million achieved for the 2008 fiscal first quarter. Gross margin as a percentage of revenues was 77%, down slightly from historical levels, due to costs relating to the acquisition of iEmployee. Software and services gross margins increased \$1.3 million or 148% for the three months ended January 31, 2007 versus the three months ended January 31, 2008.

### Operating Expenses

Total operating expenses for the three months ended January 31, 2008, were \$3.8 million, an increase of \$1 million, or 36 percent, from the 2008 fiscal first quarter. This quarter's operating expenses reflect a full quarter of both iEmployee and NetSimplicity spending.

### Net Loss

The Company reported a net loss of \$1.5 million, or (\$0.05) per share, during the three months ended January 31, 2008.

### Outlook

The Company continues to integrate the iEmployee operations, develop its sales force to increase sales performance, and release new software updates. Management believes its software and services revenues will continue to increase. Gross margins from the segment are expected to improve during the next fiscal quarter. Management will continue to evaluate additional operational synergies from the iEmployee acquisition and further extend its market reach both domestically and in the international markets.

The Company did not have any intellectual property licensing revenues for the three or six months ended January 31, 2008. Management does not anticipate any additional licensing revenues from the patents which have generated such revenues in prior fiscal years.

### Conference Call and Webcast

Asure Software has scheduled a conference call with the investment community for Thursday, March 13, 2008, at 10:00 a.m. CT (11:00 a.m. ET) to discuss the quarter and outlook. To take part in the call, please dial 888-713-4214 ten minutes before the conference call begins, ask for the Asure Software event, and use pass code 20424492. International callers should dial 617-213-4866 and reference the same pass code. Investors, analysts, media and the general public will also have the opportunity to listen to the conference call over the Internet by visiting the investor relations page of Asure's web site at [www.asuresoftware.com](http://www.asuresoftware.com). To listen to the live call, please visit the web site at least 15 minutes early to register, download and install any necessary audio software. For those who cannot listen to the live broadcast, a replay will be available shortly after the call on the investor relations page of our web site at [www.asuresoftware.com](http://www.asuresoftware.com).

### About Asure Software

Headquartered in Austin, Texas, Asure Software (ASUR), (a d/b/a of Forgent Networks, Inc.), empowers small to mid-size organizations and divisions of large enterprises to operate more efficiently, increase worker productivity and reduce costs through a suite of on-demand workforce management software and services. Asure's market-leading products include workforce time and attendance tracking, benefits enrollment and tracking, pay stubs and W2 documentation, expense management, meeting room management, and asset tracking. With additional offices in Seekonk, Mass., Vancouver, British Columbia, and Mumbai, India, Asure serves 3,500 customers around the world. For more information, please visit [www.asuresoftware.com](http://www.asuresoftware.com).

### Safe Harbor

"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995: Statements in this press release regarding Forgent's business which are not historical facts are "forward-looking statements" that involve risks and uncertainties. For a discussion of such risks and uncertainties, which could cause actual results to differ from those contained in the forward-looking statements, see "Risk Factors" in the Company's Annual Report or Form 10-K for the most recently ended fiscal year.

	JANUARY 31, 2008	JULY 31, 2007
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	(UNAUDITED)	
ASSETS		
Current Assets:		
Cash and cash equivalents	\$ 13,939	\$ 33,524
Short-term investments	3,862	1,538
Accounts receivable, net of allowance for doubtful accounts of \$39 and \$21 at January 31, 2008 and July 31, 2007, respectively	1,582	1,040
Prepaid expenses and other current assets	298	211
	-----	-----
Total Current Assets	19,681	36,313
Property and equipment, net	1,005	767
Goodwill	7,202	--
Intangible assets, net	4,959	--
Other assets	51	212
	-----	-----
	\$ 32,898	\$ 37,292
	=====	=====

LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities:		
Accounts payable	\$ 3,975	\$ 10,970
Accrued compensation and benefits	499	557
Other accrued liabilities	828	855
Deferred revenue	1,311	1,076
	-----	-----
Total Current Liabilities	6,613	13,458
Long-Term Liabilities:		
Deferred revenue	29	28
Other long-term obligations	943	1,186
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Total Long-Term Liabilities	972	1,214

Stockholders' Equity:		
Preferred stock, \$.01 par value; 10,000 authorized; none issued or outstanding	--	--
Common stock, \$.01 par value; 40,000 authorized; 32,739 and 27,388 shares issued; 30,949 and 25,598 shares outstanding at January 31, 2008 and July 31, 2007, respectively	325	274
Treasury stock at cost, 1,790 issued at January 31, 2008 and July 31, 2007	(4,815)	(4,815)
Additional paid-in capital	270,666	265,647
Accumulated deficit	(240,908)	(238,506)
Accumulated other comprehensive income	45	20
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Total Stockholders' Equity	25,313	22,620
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	\$ 32,898	\$ 37,292
	=====	=====

FOR THE THREE MONTHS ENDED JANUARY 31, 2008	FOR THE SIX MONTHS ENDED JANUARY 31, 2007
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(UNAUDITED)	(UNAUDITED)

REVENUES				
Software & Professional Services	\$ 2,734	\$ 1,017	\$ 4,608	\$ 1,979
Intellectual Property Licensing	--	28	--	8,162
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Total Revenue	2,734	1,045	4,608	10,141
COST OF SALES				
Software & Professional Services	629	192	958	502
Intellectual Property Licensing	--	3	--	3,543
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Total Cost of Sales	629	195	958	4,045
GROSS MARGIN	2,105	850	3,650	6,096
OPERATING EXPENSES:				
Selling, general and administrative	2,962	2,539	5,402	5,039
Research and development	640	132	931	248
Amortization of intangible assets	155	--	191	4
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Total operating expenses	3,757	2,671	6,524	5,291
LOSS FROM OPERATIONS	(1,652)	(1,821)	(2,874)	805
OTHER INCOME AND (EXPENSES):				
Interest income	195	234	533	390
Gain on sale of assets	--	2,896	--	2,896
Interest expense and other	(20)	(11)	(40)	(44)
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Total other income and (expenses)	175	3,119	493	3,242
(LOSS) INCOME FROM OPERATIONS, BEFORE INCOME TAXES	(1,477)	1,298	(2,381)	4,047
Provision for income taxes	(7)	--	(21)	--
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NET (LOSS) INCOME	\$ (1,484)	\$ 1,298	\$ (2,402)	\$ 4,047
	=====	=====	=====	=====
BASIC AND DILUTED (LOSS) INCOME PER SHARE:				
	\$ (0.05)	\$ 0.05	\$ (0.08)	\$ 0.16
	=====	=====	=====	=====
WEIGHTED AVERAGE SHARES OUTSTANDING:				
Basic	30,940	25,489	29,017	25,435
Diluted	30,940	26,086	29,017	25,867

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