

NICE SYSTEMS LTD
Form 6-K
August 18, 2005

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13A-16 OR 15D-16 OF
THE SECURITIES EXCHANGE ACT OF 1934

For August 18, 2005

NICE-SYSTEMS LTD.

(Translation of Registrant's Name into English)

8 Hapnina Street, P.O. Box 690, Ra'anana, Israel

(Address of Principal Executive Offices)

Indicate by check mark whether the Registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the Registrant is submitting this Form 6-K in paper as permitted by Regulations S-T Rule 101(b)(1):

Yes No

Indicate by check mark if the Registrant is submitting this Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Yes No

Indicate by check mark whether by furnishing the information contained in this Form 6-K, the Registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If "Yes" is marked, indicate below the file number assigned to the Registrant in connection with Rule 12g3-2(b): 82-
N/A

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THIS REPORT ON FORM 6-K IS HEREBY INCORPORATED BY REFERENCE INTO NICE-SYSTEMS LTD.'S ("NICE") REGISTRATION STATEMENTS ON FORM F-3 (REGISTRATION STATEMENT NOS. 333-12350 AND 333-12996) AND NICE'S REGISTRATION STATEMENTS ON FORM S-8 (REGISTRATION STATEMENT NOS. 333-6784, 333-8146, 333-9350, 333-11842, 333-7414, 333-9352, 333-11154 , 333-13686, 333-111112 ,333-111113 AND 333-109766), AND TO BE A PART THEREOF FROM THE DATE ON WHICH THIS REPORT IS SUBMITTED, TO THE EXTENT NOT SUPERSEDED BY DOCUMENTS OR REPORTS SUBSEQUENTLY FILED OR FURNISHED.

CONTENTS

This Report on Form 6-K of NICE consists of the following documents, which are attached hereto and incorporated by reference herein:

Press Release: NICE to Acquire Leading Australian Distributor Hannamax Hi-Tech Pty Ltd

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, thereunto duly authorized.

NICE-SYSTEMS LTD.

By: /s/ Ran Oz

Name: Ran Oz

Title: Corporate Vice President

And Chief Financial Officer

Dated: August 18, 2005

NICE to Acquire Leading Australian Distributor Hannamax Hi-Tech Pty Ltd.

Acquisition expands leadership in APAC and in the fast growth Australian market

Raanana, Israel, August 18, 2005 - NICE Systems (NASDAQ: NICE), the global provider of advanced solutions that enable organizations to extract insight from interactions, today announced it has signed a definitive agreement to acquire the assets of Hannamax Hi-Tech Pty Ltd, the company's largest distributor in Australia and New Zealand, for \$1.8 million in a one-time cash installment plus a future earn-out based on performance. The transaction is subject to satisfaction of customary closing conditions and is anticipated to close within the next few weeks.

Hannamax has worked with NICE Systems since 1993, during which time it has become the leading supplier of call center solutions in Australia. Together with Hannamax, NICE has captured a base of high-caliber brand-name customers, including the country's top five banks, leaders from the insurance industry, the country's leading outsourced contact centers, as well as government organizations.

This acquisition underscores NICE Systems' commitment to an important market in a key region. NICE will be adding approximately 17 employees from Hannamax, which significantly extends the company's presence and resources to sell and support its fully integrated end-to-end Insight from Interactions solutions. The acquisition will

also enable NICE to expand and strengthen the company's support organization in the region.

"The Australian market is important to our success in APAC," said Doron Ben-Sira, President NICE APAC. "We expect this transaction to bring immediate value to our existing and potential customers through enhanced support with direct presence and contact with our important base of Australian customers."

"With NICE's proven track record of successfully integrating acquired businesses, we are looking forward to seamless business continuity with a relatively straightforward integration," continued Mr. Ben-Sira.

The company believes that the acquisition will not significantly impact its financials and re-iterates the annual guidance provided during the 2005 second quarter earnings announcement. The guidance calls for revenues of between \$304 - \$309 million and pro-forma EPS of \$1.55 - \$1.63.

About NICE

NICE Systems (NASDAQ: NICE) is the leading provider of Insight from Interactions(TM), based on advanced content analytics - of telephony, web, radio and video communications. NICE's solutions improve business and operational performance, as well as security. NICE has over 23,000 customers in 100 countries, including the world's top 10 banks and 78 of the Fortune 100 companies. More information is available at www.nice.com.

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**In Australia only*

This press release contains forward-looking statements as that term is defined in the Private Securities Litigation Reform Act of 1995. Such statements are based on the current expectations of the management of NICE Systems Ltd. (the Company) only, and are subject to a number of risk factors and uncertainties, including but not limited to changes in technology and market requirements, decline in demand for the Company's products, inability to timely develop and introduce new technologies, products and applications, difficulties or delays in absorbing and integrating acquired operations, products, technologies and personnel, loss of market share, pressure on pricing resulting from competition, and inability to maintain certain marketing and distribution arrangements, which could cause the actual results or performance of the Company to differ materially from those described therein. We undertake no obligation to update these forward-looking statements. For a more detailed description of the risk factors and uncertainties affecting the company, refer to the Company's reports filed from time to time with the Securities and Exchange Commission.

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