

PTC INC.  
Form 8-K  
February 16, 2016  
UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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) February 16, 2016

PTC Inc.  
(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)

(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))

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

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Section 8 – Other Events

Item 8.01. Other Events.

On February 16, 2016, PTC Inc. announced that it had entered into an agreement with the U.S. Securities and Exchange Commission and that its China subsidiaries had entered into an agreement with the U.S. Department of Justice that resolve a previously disclosed Foreign Corrupt Practices Act investigation pertaining to expenditures by certain former employees and business partners in China between 2006 and 2011.

In connection with the agreements, PTC and its China subsidiaries will pay \$28.2 million in penalties and interest to these agencies.

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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.

PTC Inc.

Date: February 16, 2016 By: /s/ Andrew Miller

Andrew Miller  
Executive Vice  
President, Chief  
Financial Officer