

SYMANTEC CORP  
Form 8-K  
April 27, 2006

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**UNITED STATES  
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): April 25, 2006  
Symantec Corporation  
(Exact Name of Registrant as Specified in Charter)**

**Delaware**  
(State or Other Jurisdiction of  
Incorporation)

**000-17781**  
(Commission  
File Number)

**77-0181864**  
(IRS Employer  
Identification No.)

**20330 Stevens Creek Blvd., Cupertino, CA**  
(Address of Principal Executive Offices)

**95014**  
(Zip Code)

Registrant's Telephone Number, Including Area Code

**(408) 517-8000**

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):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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EXHIBIT 10.01

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**Item 1.01. Entry into a Material Definitive Agreement**

On April 25, 2006, the Board of Directors of Symantec Corporation (the Company ) approved an amendment to the Symantec Executive Retention Plan (the Plan ). Pursuant to the terms of the Plan, if the employment of a Designated Executive is terminated other than for Cause, or if the Designated Executive resigns following a Constructive Termination, in either case within 12 months after a Change in Control of the Company, all Equity Compensation Awards granted by the Company to such Designated Executive shall become fully vested and, if applicable, exercisable. The amendment expanded the forms of equity compensation subject to the Plan to include, among others, restricted stock, restricted stock units and stock appreciation rights. Prior to this amendment, the only form of equity compensation subject to the Plan was stock options. Unless otherwise defined, capitalized terms used in this Form 8-K have the meanings set forth in the Plan, which is attached hereto as Exhibit 10.01 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

<b>Exhibit Number</b>	<b>Exhibit Title or Description</b>
10.01*	Symantec Executive Retention Plan, as amended
*	Management contract or compensatory plan or arrangement.

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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.

**Symantec Corporation**

Date: April 27, 2006

By: /s/ Arthur F. Courville  
Arthur F. Courville  
Senior Vice President, General Counsel, and  
Secretary

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