

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

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FILER

Paradigm Holdings, Inc

CIK: **313353** | IRS No.: **830211506** | State of Incorporation: **WY** | Fiscal Year End: **1231**
Type: **8-K** | Act: **34** | File No.: **000-09154** | Film No.: **06512566**
SIC: **7373** Computer integrated systems design

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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: December 30, 2005

Paradigm Holdings, Inc.

(Exact Name of Registrant as Specified in Charter)

Wyoming ----- (State or other jurisdiction of incorporation)	0-9154 ----- (Commission File Number)	83-0211506 ----- (IRS Employer Identification No.)
2600 Towers Oaks Boulevard, Suite 500, Rockville, Maryland ----- (Address of principal executive offices)		20852 ----- (Zip code)
Registrant's telephone number, including area code:		(301) 468-1200 -----

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 13c-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 3.02 UNREGISTERED SALES OF EQUITY SECURITIES

Effective as of December 15, 2005, the Board of Directors of Paradigm Holdings, Inc., a Wyoming corporation (the "Company") granted options (the "Options") to acquire shares of the Company's common stock, par value \$0.01 per share to the below listed individuals. The options were vested as of December 15, 2005, have an exercise price equal to \$1.70 per share, and expire on December 14, 2015. The Options shall not be exercisable unless a registration statement with respect to the Options is effective or Paradigm Holdings has determined that such registration is unnecessary. The Options are not intended to be incentive stock Options under Section 422 of the Internal Revenue Code of 1986, as amended and will be interpreted accordingly.

<TABLE>

<CAPTION>

INDIVIDUAL	TITLE	NUMBER OF OPTIONS
<S>	<C>	<C>
Frank Ryan	Director	40,000
John Moore	Director	40,000
Edwin Avery	Director	40,000
Frank Jakovac	President, Chief Operating Officer and Director	800,000
Richard Sawchak	Chief Financial Officer	200,000
Harry Kaneshiro	Executive Vice-President	100,000
Stephen Murray	Senior Vice-President	100,000
Robert Valli	Vice-President, Business Development	75,000
Russell Blackwell	Vice-President, Product and Professional Services	75,000
Lori Ermi	Vice-President	75,000

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In addition, the Company granted an aggregate of 636,000 Options to 39 other employees of the Company.

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.

Date: January 5, 2006

PARADIGM HOLDINGS, INC.

By: /s/ Raymond Huger

Name: Raymond Huger
Its: Chairman and Chief Executive Officer