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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): August 8, 2006

**KORN/FERRY INTERNATIONAL**

(Exact name of registrant as specified in its charter)

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

**001-14505**  
(Commission File Number)

**95-2623879**  
(IRS Employer  
Identification No.)

**1900 Avenue of the Stars, Suite 2600**  
**Los Angeles, California**  
(Address of principal executive offices)

**90067**  
(Zip Code)

Registrant's telephone number, including area code: (310) 552-1834

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

On August 8, 2006, Korn/Ferry International (the “**Company**”) acquired all of the outstanding capital stock of Lominger Limited, Inc., a Minnesota corporation and Lominger Consulting, Inc., a Minnesota corporation (Lominger Consulting, Inc. and Lominger Limited, Inc. are together referred to herein as the “**Lominger Entities**”), as well as all of the intellectual property rights of Drs. Robert W. Eichinger and Michael M. Lombardo (the co-founders of the Lominger Entities). The Lominger Entities and the related intellectual property were acquired pursuant to a Stock and Asset Purchase Agreement (the “**Agreement**”) dated as of August 8, 2006 by and among the Company, on the one hand, and the Lominger Entities, Dr. Eichinger and Dr. Lombardo, on the other hand. The Agreement specifies a purchase price of \$25 million, subject to adjustment, \$20 million of which is to be paid in cash at closing and the balance of which is to be deferred and paid out over two years. After initial adjustments, the Company paid an aggregate of approximately \$24 million, subject to adjustment, for the Lominger Entities and the related intellectual property. In connection with the Agreement, the Company also entered into an Employment and Consulting Agreement with Robert W. Eichinger.

The Company’s press release announcing the Agreement and the acquisition of the Lominger Entities and the related intellectual property is attached hereto as Exhibit 99.1 and incorporated herein by this reference.

**Item 9.01 Financial Statements and Exhibits.**

Exhibit 99.1 Press Release, dated August 8, 2006.

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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.

**KORN/FERRY INTERNATIONAL**

(Registrant)

Date: August 8, 2006

\_\_\_\_\_  
/s/ Gary Burnison

(Signature)

Name: Gary D. Burnison  
Title: Executive Vice President,  
Chief Financial Officer and  
Chief Operating Officer

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EXHIBIT INDEX

Exhibit No.	Description
99.1	Press release, dated August 8, 2006.

**MEDIA CONTACTS:**

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**Korn/Ferry Acquires Lominger Limited, Inc.,**  
**A Global Provider of Leadership Development Tools**

**LOS ANGELES, August 8, 2006** — Korn/Ferry International (NYSE: KFY), the premier global provider of talent management solutions, today announced that it has agreed to acquire Lominger Limited, Inc., one of the largest providers of leadership development tools for individuals, teams and organizations. Under the agreement, Korn/Ferry will pay \$24 million in cash to purchase 100 percent of Lominger Limited Inc., Lominger Consulting and Lominger Intellectual Property.

“Lominger’s people, products and services are a perfect fit with Korn/Ferry’s vision of providing clients with a broad array of talent management solutions,” said Paul C. Reilly, Chairman and CEO of Korn/Ferry.

Lominger, based in Minneapolis, will become a wholly-owned subsidiary of Korn/Ferry and part of the company’s Leadership Development Solutions (LDS) business, reporting to Gary Hourihan, president of LDS. The company will be branded as Lominger International, A Korn/Ferry Company. Robert W. Eichinger, Co-Founder and CEO of Lominger, has signed an agreement to join Korn/Ferry as President of Lominger, while Co-Founder Michael M. Lombardo will also stay on in the role of Senior Research Fellow.

“The matching of Korn/Ferry’s brand and global reach with the quality and credibility of Lominger’s research and product offerings will make Korn/Ferry a dominant force in the leadership development arena,” said Gary D. Burnison, Chief Operating Officer of Korn/Ferry.

Korn/Ferry expects the acquisition to add approximately \$0.03 to EPS for the remainder of its fiscal year 2007 results.

— more —



“Korn/Ferry offers the global reach, client access and investment capital that will allow us to grow our business exponentially,” said Eichinger. “More importantly, Korn/Ferry has a world-class brand and marketplace reputation that I am proud to market our products and services with.”

Founded in 1991, Lominger has built a global business of competency-based leadership development resources for individuals, teams and organizations. Lominger’s range of products and services, known as the LEADERSHIP ARCHITECT® Suite, are research-based, experience-tested and internationally recognized tools that can be customized to fit any organization’s culture or operating style. The tools in the Suite can be used for a range of applications, including job profiling, selection and training to performance management, individual development, team development and succession planning. The tools are built upon 67 individual competencies that have been identified as critical to success.

“Korn/Ferry has built a significant presence in the leadership development marketplace that will be enhanced by this acquisition. Lominger has a gold-standard reputation among HR and OD professionals,” said Gary Hourihan, President of Korn/Ferry’s Leadership Development Solutions business. “Clients recognize the quality of the research that the Lominger products are built upon, and they respect the methodology and the results.”

#### **About Korn/Ferry International**

Korn/Ferry International, with more than 70 offices in 40 countries, is the premier global provider of talent management solutions. Based in Los Angeles, the firm delivers an array of solutions that help clients to identify, deploy, develop, retain and reward their talent. For more information on the Korn/Ferry International family of companies, visit [www.kornferry.com](http://www.kornferry.com).

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