

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): May 4, 2005 (May 3, 2005)

BROCADE COMMUNICATIONS SYSTEMS, INC.

(Exact name of Registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

000-25601
(Commission File Number)

77-0409517
(I.R.S. Employer
Identification Number)

1745 Technology Drive
San Jose, CA 95110

(Address, including zip code, of principal executive offices)

(408) 333-8000

(Registrant's telephone number, including area code)

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 8.01 Other Events.

Tacit Networks

On May 3, 2005, Brocade Communications Systems, Inc. issued a press release announcing a strategic relationship with Tacit Networks. A copy of the press release is attached as Exhibit 99.1 and is incorporated herein by reference.

Therion Software Corporation

On May 4, 2005, Brocade Communications Systems, Inc. issued a press release announcing its acquisition of Therion Software Corporation. A copy of the press release is attached as Exhibit 99.2 and is incorporated herein by reference .

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

99.1 Press release, dated May 3, 2005, announcing a strategic relationship with Tacit Networks.

99.2 Press release, dated May 4, 2005, announcing the acquisition of Therion Software Corporation.

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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.

BROCADE COMMUNICATIONS SYSTEMS, INC.

Dated: May 4, 2005

By: /s/ Antonio Canova
Antonio Canova
Chief Financial Officer and Vice President,
Administration

EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press release, dated May 3, 2005, announcing a strategic relationship with Tacit Networks.
99.2	Press release, dated May 4, 2005, announcing the acquisition of Therion Software Corporation.


BROCADE CONTACTS
Media Relations

Leslie Davis
Tel: 408.333.5260
lmdavis@brocade.com

Investor Relations

Shirley Stacy
Tel: 408.333.5752
sstacy@brocade.com

FS Communications

Wendy Lewis
Tel: 650.691.1488
wendy@fscomm.com

TACIT NETWORKS CONTACTS

Tony Taddei
Tacit Networks
908-757-9950 ext. 241
ttaddei@tacitnetworks.com

Emilio Dabul
Fusion Public Relations
212-651-4216
Emilio.dabul@fusionpr.com

**BROCADE AND TACIT NETWORKS ANNOUNCE STRATEGIC INVESTMENT,
LICENSING AND DEVELOPMENT AGREEMENT**

Companies Will Jointly Deliver a Microsoft Windows based High Performance Wide Area File Services Platform

SAN JOSE, Calif. — May 3, 2005 — Brocade Communications Systems, Inc. (Brocade®) (Nasdaq: BRCD), the world's leading provider of infrastructure solutions for Storage Area Networks (SANs), and Tacit Networks, a leader in enterprise-wide remote office IT solutions, today announced a strategic relationship to deliver Wide Area File Services (WAFS) to enterprise customers on Microsoft's Windows Server 2003 platform. Brocade will invest up to \$7.5 million for a minority ownership share in privately held Tacit Networks, and will immediately add Tacit Networks' WAFS solution built on Microsoft Windows Storage Server 2003, to its product portfolio, bringing the industry's leading platform for branch office file access to Brocade customers and partners worldwide.

The Tacit Networks' WAFS solution includes a data center server and remote office appliances that work together to give all connected locations fast and easy access to stored data center files and applications, while maintaining centralized management and backup capabilities. Under agreements entered into in connection with Brocade's investment, Brocade will market the solution to its partners and customers worldwide, and the two companies will partner in customer support, and on product development programs.

According to research by the Enterprise Strategy Group, as much as 75 percent of an enterprise's data resides outside the data center, where it is at greater risk of loss or security breach. By enabling high-speed, secure file serving over the Wide Area Network (WAN), Tacit Networks' WAFS technology built on the Windows Server 2003 platform eliminates "islands of unmanaged storage" at remote offices and enables remote users to access centralized enterprise-class file servers with the ease and performance formerly reserved for local users. The integration of this technology into the Brocade product family extends the company's portfolio of solutions for consolidating and managing storage resources within the data center.

"Our customers have asked for tools and technologies that let them improve access to stored information across their distributed organizations, while strengthening the ability to manage, consolidate and secure this data," said Michael Klayko, Chief Executive Officer of Brocade. "By building a strategic relationship with Tacit Networks, we are delivering our customers a new level of enterprise-class reliability to remote office file access."

"Brocade is an excellent partner to bring the benefits of our WAFS solution to more enterprise customers worldwide," said Greg Grodhaus, Chairman and CEO of Tacit Networks. "The partnership also includes collaborative programs that will help ensure that future innovations from Tacit Networks are fully backed by the Brocade engineering, field, and technical support teams."

"Microsoft is pleased to be working with Brocade and Tacit Networks to address the ever increasing storage needs of our customers," said Rahul Auradkar, Director, Windows Server Division at Microsoft Corporation. "This agreement allows Brocade's partners to deliver storage consolidation and management solutions that offer native integration with the Windows Server 2003 infrastructure, and provides the ability to deliver data over the Wide Area Network using key security features inherent in the Windows Server 2003 platform."

"This is a significant development for both the new WAFS and more mature NAS markets, signaling that this combination of technologies is key in driving economies of scale, management, and security for enterprise NAS installation as have become the standard for SAN-type storage," stated Stephanie Balaouras, senior analyst with Yankee Group. "It's a strong validation of Tacit Networks' unique technology that Brocade has chosen to integrate their offering as part of Brocade's enterprise-class offerings for storage access, management, and security."

About Tacit Networks

Tacit Networks is the world's leading provider of Wide Area File Services (WAFS) solutions. Tacit Networks' operating system- and platform-independent solutions dramatically reduce WAN latency and eliminate WAN roadblocks to global information sharing, allowing distributed enterprises to consolidate storage and deploy centrally managed, low-cost IT services to the branch office while ensuring real-time collaboration over the WAN with all the speed, performance, and reliability of a LAN. The company's unique Wellspring product architecture layers multiple technologies to provide cross-platform support, speed information flow, and automatically survive WAN disruptions while ensuring 100 percent data coherency and consistency. Geographically distributed companies of all sizes have chosen Tacit Networks to significantly "improve their net work" – without adding risk. Headquartered in South Plainfield, New Jersey, Tacit Networks develops products that are sold and serviced worldwide directly and through partners. For more information on Tacit Networks' WAFS solutions, visit Tacit Networks on the Web at www.tacitnetworks.com.

About Brocade Communications Systems, Inc.

Brocade offers the industry's leading intelligent platform for networking storage. The world's leading systems, applications, and storage vendors have selected Brocade to provide a networking foundation for their SAN solutions. The Brocade SilkWorm family of fabric switches and software is designed to optimize data availability and storage and server resources in the enterprise. Using Brocade solutions, companies can simplify SAN implementation, reduce the total cost of ownership of data storage environments, and improve network and application efficiency. For more information, visit the Brocade Web site at www.brocade.com or contact the company at info@brocade.com.

Cautionary Statement

This press release contains forward-looking statements, as defined under Federal Securities Laws. These forward-looking statements include statements regarding the expected benefits of the company's strategic relationship with Tacit, product portfolio and business prospects. These statements are just predictions and involve risks and uncertainties, such that actual results may differ significantly. These risks include, but are not limited to, the risk that the product development and marketing relationship might not result in new products that achieve commercial acceptance; that our customers will not purchase Tacit's WAFS products; quarterly and annual fluctuations in our revenues and operating results; the effect of changes in IT spending levels; the effect of competition, including pricing pressure; our dependence on OEM partners; our ability to develop new and enhanced products that achieve widespread market acceptance; our failure to manage distribution channels, inventory levels and relationships; risks associated with international political instability; and our failure to adequately anticipate future OEM and end-user product needs or to accurately forecast end-user demand. These and other risks are set forth in more detail in the Company's quarterly report on Form 10-Q for the fiscal quarter ended January 29, 2005. Brocade expressly assumes no obligation to update any such forward-looking statements.

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**BROCADE CONTACTS****Media Relations**

Leslie Davis
Tel: 408.333.5260
lmdavis@brocade.com

Investor Relations

Shirley Stacy
Tel: 408.333.5752
sstacy@brocade.com

FS Communications

Wendy Lewis
Tel: 650.691.1488
wendy@fscomm.com

BROCADE ANNOUNCES ACQUISITION OF THERION SOFTWARE CORPORATION

SAN JOSE, Calif. — May 4, 2005 — Brocade Communications Systems, Inc. (Brocade®) (Nasdaq: BRCD), the world's leading provider of infrastructure solutions for Storage Area Networks (SANs), today announced that it has acquired Therion Software Corporation (Therion), a privately held company based in Redmond, Washington that is developing software management solutions.

Under the terms of the acquisition agreement, Brocade has acquired all of the remaining outstanding shares of Therion for approximately \$9.3 million in cash and assumed all of Therion's outstanding stock options. The acquisition will be accounted for as an asset purchase and the Company expects to record a one-time charge in the range of \$7 — \$10 million associated with the write-off of acquired in process research and development expenses in the third quarter of fiscal 2005.

"We have been working with Therion for more than a year on technologies that will leverage SAN infrastructure to address challenges in the enterprise data center," said Michael Klayko, Brocade Chief Executive Officer. "This acquisition allows us to integrate a skilled team with expertise in shared storage and dynamic system management into Brocade's engineering group, and accelerate several new product development programs."

Brocade plans to unveil new technologies developed as a result of the acquisition at the Brocade Conference 2005 on June 1, 2005 in Santa Clara, Calif.

About Brocade Communications Systems, Inc.

Brocade offers the industry's leading intelligent platform for networking storage. The world's leading systems, applications, and storage vendors have selected Brocade to provide a networking foundation for their SAN solutions. The Brocade SilkWorm family of fabric switches and software is designed to optimize data availability and storage and server resources in the enterprise. Using Brocade solutions, companies can simplify SAN implementation, reduce the total cost of ownership of data storage environments, and improve network and application efficiency. For more information, visit the Brocade Web site at www.brocade.com or contact the company at info@brocade.com.

Cautionary Statement

This press release contains forward-looking statements, as defined under Federal Securities Laws. These forward-looking statements include statements regarding the expected benefits of Brocade's acquisition of Therion, Therion's products under development, the accounting effects of the acquisition and Brocade's product portfolio and business prospects. These statements are just predictions and involve risks and uncertainties, such that actual results may differ significantly. These risks include, but are not limited to, the risk that Brocade may not successfully integrate Therion's operations; that Therion's product development efforts will not result in products that achieve marketability or commercial acceptance; that Therion employees will not remain employed by Brocade; quarterly and annual fluctuations in our revenues and operating results; the effect of changes in IT spending levels; the effect of competition, including pricing pressure; our dependence on OEM partners; our ability to develop new and enhanced products that achieve widespread market acceptance; our failure to manage distribution channels, inventory levels and relationships; risks associated with international political instability; and our failure to adequately anticipate future OEM and end-user product needs or to accurately forecast end-user demand. These and other risks are set forth in more detail in the Company's quarterly report on Form 10-Q for the fiscal quarter ended January 29, 2005. Brocade expressly assumes no obligation to update any such forward-looking statements.

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