

QUADRAMED CORP  
Form 8-K  
December 22, 2004  
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# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## FORM 8-K

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### CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 22, 2004

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## QuadraMed Corporation

(Exact name of registrant as specified in its charter)

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

**0-21031**  
(Commission File Number)

**52-1992861**  
(I.R.S. Employer  
Identification No.)

12110 Sunset Hills Road, Suite 600, Reston, VA 20190

(Address of principal executive office and zip code)

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**(703) 709-2300**

**(Registrant's telephone number, including area code)**

**(Not Applicable)**

**(Former name or former address, if changed since last report)**

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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.

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**Item 8.01 Other Events.**

On December 22, 2004, the Company's Executive Vice President and Chief Financial Officer, John C. Wright, sent a memorandum to the Company's employees clarifying the Company's longstanding policy of not making estimates of future results or providing guidance.

Please see a copy of Mr. Wright's memorandum to Company employees, attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

**(c) Exhibit**

Exhibit 99.1      Memorandum to Employees from QuadraMed Corporation Executive Vice President and Chief Financial Officer John C. Wright, dated December 22, 2004.

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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 thereunto duly authorized.

Date: December 22, 2004

**QuadraMed Corporation**

/s/ John C. Wright

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John C. Wright  
Executive Vice President and Chief Financial Officer

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**EXHIBIT INDEX**

| <b><u>Exhibit No.</u></b> | <b><u>Description</u></b>  |
|---------------------------|--|
| 99.1                      | Memorandum to Employees from QuadraMed Corporation Executive Vice President and Chief Financial Officer John C. Wright, dated December 22, 2004. |