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AMDOCS LTD
Form 6-K
October 10, 2001

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13A-16 OR 15D-16 OF
THE SECURITIES EXCHANGE ACT OF 1934

For the Month of October, 2001

AMDOCS LIMITED

Suite 5, Tower Hill House Le Bordage
St. Peter Port, Island of Guernsey, GY1 3QT Channel Islands

Amdocs, Inc.
1390 Timberlake Manor Parkway, Chesterfield, Missouri 63017

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports
under cover of Form 20-F or Form 40-F.)

FORM 20 F X

FORM 40 F

(Indicate by check mark whether the registrant by furnishing the information
contained in this form is also thereby furnishing the information to the
Commission pursuant to rule 12g3-2(b) under the
Securities Exchange Act of 1934.)

YES

NO X

AMDOCS LIMITED

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER

FOR THE MONTH OF OCTOBER, 2001

AGREEMENT TO ACQUIRE CLARIFY BUSINESS OF NORTEL NETWORKS

On October 1, 2001, the registrant, Amdocs Limited ("Amdocs"), entered into an Acquisition Agreement (the "Agreement") with Nortel Networks Corporation ("Nortel Networks") to acquire substantially all of the assets of Nortel Networks' Clarify business ("Clarify"), a provider of Customer Relationship

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Management, or CRM, software to communications companies and other enterprise sectors, for approximately \$200 million in cash.

Closing under the Agreement is conditioned on, among other things, customary regulatory approvals and compliance with certain European regulations regarding the transfer of employees.

The transaction contemplated by the Agreement is intended to be accounted for under the purchase accounting method under United States generally accepted accounting principles and is expected by Amdocs to be accretive to cash earnings per share in fiscal year 2002 and thereafter.

Amdocs expects to incur a one-time acquisition-related charge in its first fiscal quarter ending December 31, 2001 to account for certain costs relating to the acquisition, primarily the write-off of purchased in-process research and development.

Attached and incorporated herein by reference in their entirety as Exhibits are copies of the Agreement and a press release announcing the transaction.

EXHIBITS

EXHIBIT

| NO. | DESCRIPTION |
|------|--|
| 2.1 | Acquisition Agreement dated as of October 1, 2001, between Amdocs Limited and Nortel Networks Corporation. |
| 99.1 | Amdocs Press Release dated October 2, 2001. |

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, thereunto duly authorized.

AMDOCS LIMITED

Date: October 10, 2001

/s/ THOMAS G. O'BRIEN

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Thomas G. O'Brien
Treasurer and Secretary
Authorized U.S. Representative

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