

CONVERSION SERVICES INTERNATIONAL INC

Form 8-K

August 20, 2009

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported) August 17, 2009

Conversion Services International, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other
jurisdiction
of incorporation)

0-30420
(Commission
File Number)

20-0101495
(IRS Employer
Identification No.)

100 Eagle Rock Avenue, East
Hanover,
New Jersey
(Address of principal executive
offices)

07936
(Zip Code)

Registrant's telephone number, including area code: (973) 560-9400

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 to 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))
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Pre-commencement communications pursuant to Rule 13e-4(c) under the
Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On August 17, 2009, Frederick Lester notified Conversion Services International, Inc. (the "Company") that effective immediately, he is resigning from the board of directors. Mr. Lester had served as Chairman of the Corporate Governance Committee and member of the Executive Compensation and Audit Committees.

Mr. Lester's resignation is purely personal in nature and not as a result of any disagreement with the Company on any matter relating to the Company's operations, policies or practices.

Exhibits

Set forth below is a list of Exhibits included as part of this Current Report:

99.1 Letter of Resignation from Frederick Lester.

This Current Report on Form 8-K may contain, among other things, certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including, without limitation, (i) statements with respect to the Company's plans, objectives, expectations and intentions; and (ii) other statements identified by words such as "may", "could", "would", "should", "believes", "expects", "anticipates", "estimates", "intends", "plans" or similar. These statements are based upon the current beliefs and expectations of the Company's management and are subject to significant risks and uncertainties. Actual results may differ from those set forth in the forward-looking statements. These forward-looking statements involve certain risks and uncertainties that are subject to change based on various factors (many of which are beyond the Company's control), including, without limitation, the Company's ability to increase prices and revenue and continue to obtain contract renewals and extensions.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

August 19, 2009

CONVERSION SERVICES INTERNATIONAL, INC.

By: /s/ William B. Hendry
Name: William B. Hendry
Title: Chief Financial Officer
