

---

---

**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): March 21, 2012**

---

**BLACKBAUD, INC.**

(Exact name of registrant as specified in its charter)

---

**Delaware**

(State or other jurisdiction of incorporation)

**000-50600**

(Commission File Number)

**11-2617163**

(IRS Employer ID Number)

**2000 Daniel Island Drive, Charleston, South Carolina**

(Address of principal executive offices)

**29492**

(Zip Code)

---

**Registrant's telephone number, including area code (843) 216-6200**

---

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:

- 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))
- 
-

**Item 8.01. Other Events**

On March 21, 2012, in connection with the Department of Justice's review of the proposed acquisition of Convio, Inc., a Delaware corporation, and upon the written request of Convio, Blackbaud, Inc. extended the expiration of its offer to purchase all outstanding shares of Convio common stock (the "Offer") for a period of 10 business days consistent with the terms of the Agreement and Plan of Merger, dated as of January 16, 2012, by and among Blackbaud, its wholly owned subsidiary and Convio. The Offer was previously scheduled to expire at 12:00 midnight, New York City time on March 21, 2012. The Offer will now expire at 12:00 midnight, New York City time, on Wednesday, April 4, 2012, unless further extended.

Computershare Inc., the Company's transfer agent and depository, has indicated that, as of 5:00 p.m., New York City time, on March 20, 2012, 18,931,764 shares of Convio common stock were issued and outstanding. The depository has indicated that, as of that time, 14,146,902 shares of Convio common stock (approximately 74.7% of the shares issued and outstanding) had been tendered into and not withdrawn from the Offer. As of that time, 28,652 shares of Convio common stock had been tendered pursuant to guaranteed delivery procedures.

A copy of the press release Blackbaud issued regarding the extension of its Offer is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release dated March 21, 2012.

**Forward-Looking Statements**

This Current Report on Form 8-K contains "forward-looking statements" relating to the acquisition of Convio by Blackbaud and the companies' potential combined business. Those forward-looking statements are based on current expectations and involve inherent risks and uncertainties, including factors that could delay, divert or change any of them, and actual outcomes and results could differ materially. Among other risks, there can be no guarantee that the acquisition will be completed, or if it is completed, that it will close within the anticipated time period or that the expected benefits of the acquisition and combined business will be realized. These forward-looking statements should be evaluated together with the risk factors and uncertainties that affect Blackbaud's and Convio's businesses, particularly those identified in their Annual Reports on Form 10-K and other filings with the U.S. Securities and Exchange Commission, or SEC. Except as might be required by law, neither company undertakes any obligation to publicly update any forward-looking statement, whether as a result of new information, future events or otherwise.

---

### Additional Information

Blackbaud, through its wholly owned subsidiary Caribou Acquisition Corporation, launched a tender offer for all the issued and outstanding shares of Convio common stock on January 25, 2012 and has filed with the SEC a tender offer statement on Schedule TO. Investors and Convio stockholders should read the tender offer statement (including an offer to purchase, letter of transmittal and related tender offer documents) and the related solicitation/recommendation statement on Schedule 14D-9 filed by Convio with the SEC, because they contain important information. These documents are available at no charge through the SEC's website at [www.sec.gov](http://www.sec.gov), from Georgeson Inc., the information agent for the offer, toll-free at (800) 868-1391 (banks and brokers call (212) 440-9800), from Blackbaud (with respect to documents filed by Blackbaud with the SEC) by going to the Investor Relations section of Blackbaud's website at [www.blackbaud.com](http://www.blackbaud.com), or from Convio (with respect to documents filed by Convio with the SEC) by going to the Investor Relations section of Convio's website at [www.convio.com](http://www.convio.com).

In addition to the offer to purchase, the related letter of transmittal and other offer documents, as well as the solicitation/recommendation statement, Blackbaud and Convio file annual, quarterly and special reports, proxy statements and other information with the SEC. You may read and copy any of these reports, statements or other information in the EDGAR database at the SEC website, [www.sec.gov](http://www.sec.gov), or at the SEC public reference room at 100 F Street, N.E., Washington, D.C. 20549. Please call the SEC at 1-800-SEC-0330 for further information on the public reference room.

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.

BLACKBAUD, INC.

Date: March 21, 2012

/s/ Anthony W. Boor

Anthony W. Boor,  
Senior Vice President and Chief Financial Officer



## PRESS RELEASE

### **Blackbaud Extends Offer to Acquire Convio** *Remains committed to refiling HSR notification*

**Charleston, S.C. (March 21, 2012)** — Blackbaud, Inc. (Nasdaq: BLKB) today announced the extension of the expiration of its cash tender offer for all outstanding shares of common stock of Convio, Inc. (Nasdaq: CNVO) to midnight, New York City time, on Wednesday, April 4, 2012 from midnight, New York City time, today. This extension supports Blackbaud providing the Department of Justice (DoJ) additional time to review the proposed acquisition before refiling its Hart-Scott-Rodino (HSR) Notification and Report. “While we will not meet our initial estimate for closing the acquisition by the end of this quarter, we are seeing progress in the DoJ’s review process,” said Marc Chardon, Blackbaud’s chief executive officer. “We remain committed to refiling our HSR Notification and Report as soon as appropriate.”

Pursuant to the terms of the merger agreement between the two companies, the expiration date of the tender offer may only be extended in increments of no more than 10 business days each. “The ability to extend our offer, that is included in the merger agreement, provides us needed flexibility during the HSR review process,” said Jon Olson, Blackbaud’s general counsel. “It enables us to follow a regular procedure every 10 business days to assess and adjust the closing timeline as appropriate.”

Computershare, Inc., the Company’s transfer agent and depository, has indicated that 18,931,764 shares of Convio common stock were issued and outstanding, as of 5 p.m., New York City time, on March 20, 2012. The depository has indicated that, as of that time, 14,146,902 shares of Convio common stock (approximately 74.7% of Convio’s shares issued and outstanding) had been tendered into and not withdrawn from the offer. As of that time, 28,652 shares of Convio common stock had been tendered pursuant to guaranteed delivery procedures.

For additional information, including frequently asked questions, visit [www.blackbaud.com/convio](http://www.blackbaud.com/convio).

#### **About Blackbaud**

Serving the nonprofit and education sectors for 30 years, Blackbaud (NASDAQ: BLKB) combines technology and expertise to help organizations achieve their missions. Blackbaud works with more than 25,000 customers in more than 60 countries that support higher education, healthcare, human services, arts and culture, faith, the environment, independent education, animal welfare, and other charitable causes. The company offers a full spectrum of cloud-based and on-premise software solutions, and related services for organizations of all sizes including: fundraising, eMarketing, social media, advocacy, constituent relationship management (CRM), analytics, financial management, and vertical-specific solutions. Using Blackbaud technology, these organizations raise more than \$100 billion each year. Recognized as a top company by Forbes, InformationWeek, and Software Magazine and honored by Best Places to Work, Blackbaud is headquartered in Charleston, South Carolina and has employees throughout the US, and in Australia, Canada, Hong Kong, Mexico, the Netherlands, and the United Kingdom.

## PRESS RELEASE

### Investor Contact

Kori Doherty  
ICR  
617.956.6730  
[kori.doherty@icrinc.com](mailto:kori.doherty@icrinc.com)

### Media Contact

Melanie Mathos  
Blackbaud  
843.216.6200 x3307  
[media@blackbaud.com](mailto:media@blackbaud.com)

### Forward-Looking Statements

This Press Release contains “forward-looking statements” relating to the acquisition of Convio by Blackbaud and the companies’ potential combined business. Those forward-looking statements are based on current expectations and involve inherent risks and uncertainties, including factors that could delay, divert or change any of them, and actual outcomes and results could differ materially. Among other risks, there can be no guarantee that the acquisition will be completed, or if it is completed, that it will close within the anticipated time period or that the expected benefits of the acquisition and combined business will be realized. These forward-looking statements should be evaluated together with the risk factors and uncertainties that affect Blackbaud’s and Convio’s businesses, particularly those identified in their Annual Reports on Form 10-K and other filings with the U.S. Securities and Exchange Commission, or SEC. Except as might be required by law, neither company undertakes any obligation to publicly update any forward-looking statement, whether as a result of new information, future events or otherwise.

### Additional Information

Blackbaud, through its wholly owned subsidiary Caribou Acquisition Corporation, launched a tender offer for all the issued and outstanding shares of Convio common stock on January 25, 2012 and has filed with the SEC a tender offer statement on Schedule TO, as amended. Investors and Convio stockholders should read the tender offer statement (including an offer to purchase, letter of transmittal and related tender offer documents) and the related solicitation/recommendation statement on Schedule 14D-9 filed by Convio with the SEC, because they contain important information. These documents are available at no charge through the SEC’s website at [www.sec.gov](http://www.sec.gov), from Georgeson Inc., the information agent for the offer, toll-free at (800) 868-1391 (banks and brokers call (212) 440-9800), from Blackbaud (with respect to documents filed by Blackbaud with the SEC) by going to the Investor Relations section of Blackbaud’s website at [www.blackbaud.com](http://www.blackbaud.com), or from Convio (with respect to documents filed by Convio with the SEC) by going to the Investor Relations section of Convio’s website at [www.convio.com](http://www.convio.com).

In addition to the offer to purchase, the related letter of transmittal and other offer documents, as well as the solicitation/recommendation statement, Blackbaud and Convio file annual, quarterly and special reports, proxy statements and other information with the SEC. You may read and copy any of these reports, statements or other information in the EDGAR database at the SEC website, [www.sec.gov](http://www.sec.gov), or at the SEC public reference room at 100 F Street, N.E., Washington, D.C. 20549. Please call the SEC at 1-800-SEC-0330 for further information on the public reference room.