

Averion International Corp.  
Form 8-K  
September 11, 2007

**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) **September 5, 2007**

**Averion International Corp.**  
(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**000-50095**  
(Commission  
File Number)

**20-4354185**  
(IRS Employer  
Identification No.)

**225 Turnpike Road, Southborough, Massachusetts**  
(Address of principal executive offices)

**01772**  
(Zip Code)

Registrant's telephone number, including area code **508-597-6000**

(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 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))



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

(d) Effective September 5, 2007, James C. Powers was appointed unanimously by the sitting members of our board of directors (the Board) to become a member of our Board, in order to fill the one (1) vacancy currently existing on our Board. Our Board has not yet determined the committees, if any, to which Mr. Powers will be appointed.

In connection with Mr. Powers' appointment as a member of our Board, we granted Mr. Powers an option (the Option) to purchase up to one million (1,000,000) shares of our common stock pursuant to our 2005 Equity Incentive Plan, as amended, which Option will vest at a rate of twenty five percent (25%) per year for each year that Mr. Powers continues to serve as a member of our Board.

**Item 9.01** Financial Statements and Exhibits

(d) Exhibits

| Number | Description                                                            |
|--------|------------------------------------------------------------------------|
| 99.1   | Press Release of Averion International Corp. dated September 11, 2007. |

---

Edgar Filing: Averion International Corp. - Form 8-K

**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.

Averion International Corp.

By: /s/ Dr. Philip T. Lavin  
Dr. Philip T. Lavin  
Chief Executive Officer

Dated: September 11, 2007

---