

DASSAULT SYSTEMES SA  
Form 6-K  
October 31, 2006

FORM 6-K

PURSUANT TO RULE 13a-16 OR 15d-16 OF  
THE SECURITIES EXCHANGE ACT OF 1934

Report on Form 6-K dated October 31, 2006

Commission File No. 0-28578

DASSAULT SYSTEMES S.A.

(Name of Registrant)

9, Quai Marcel Dassault, B.P. 310, 92156 Suresnes Cedex, France

(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 if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b) (1):

Yes \_\_\_\_\_ No ☒ X \_\_\_\_\_

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b) (7):

Yes \_\_\_\_\_ No ☒ X \_\_\_\_\_

Indicate by check mark whether by furnishing the information contained in this Form, the registrant 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

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-\_\_\_\_\_

ENCLOSURES:

Dassault Systemes S.A. is furnishing under cover of Form 6-K a press release dated October 31, 2006, reporting the number of voting rights and shares comprising its share capital.

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[GRAPHIC OMITTED]

### Dassault Systemes Announces Number of Voting Rights and Shares Comprising its Share Capital

Paris, France, October 31, 2006 - Pursuant to Article 222-12-5 of the Autorite des marches financiers (AMF) General Regulation, Dassault Systemes is required to file with the AMF on a monthly basis the number of voting rights and shares comprising its share capital.

As of October 20, 2006:

Number of voting rights: 129,842,002

Number of outstanding shares: 115,641,993

These numbers are also published on Dassault Systemes' website: [www.3ds.com](http://www.3ds.com).

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#### About Dassault Systemes

As a world leader in 3D and Product Lifecycle Management (PLM) solutions, the Dassault Systemes group brings value to more than 90,000 customers in 80 countries. A pioneer in the 3D software market since 1981, Dassault Systemes develops and markets PLM application software and services that support industrial processes and provide a 3D vision of the entire lifecycle of products from conception to maintenance. The Dassault Systemes portfolio consists of CATIA for designing the virtual product -- SolidWorks for 3D mechanical design -- DELMIA for virtual production -- SIMULIA for virtual testing and ENOVIA for global collaborative lifecycle management, including ENOVIA VPLM, ENOVIA MatrixOne and ENOVIA SmarTeam. Dassault Systemes is listed on the Nasdaq (DASTY) and Euronext Paris (#13065, DSY.PA) stock exchanges. For more information, visit <http://www.3ds.com>.

#### Dassault Systemes Press Contacts:

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#### 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.

DASSAULT SYSTEMES S.A.

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Date: October 31, 2006

By: /s/ Thibault de Tersant  
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Name: Thibault de Tersant

Title: Executive Vice President,  
Finance and Administration