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DASSAULT SYSTEMES SA Form 6-K December 08, 2006

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

Report on Form 6-K dated December 8, 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

1 01111 20-1		1 01111 40-1	
Indicate by check mark if the registrant is	s submitting the f S-T Rule 101(b)		mitted by Regulation
Yes	·	No X	
Indicate by check mark if the registrant is	s submitting the F	Form 6-K in paper as per	mitted 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 December 8, 2006, reporting the number of voting rights and shares comprising its share capital as of November 30, 2006.

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

Paris, France, December 8, 2006 Pursuant to Article 222-12-5 of the *Autorité des marchés financiers* (AMF) General Regulation, Dassault Systèmes is required to file with the AMF on a monthly basis the number of voting rights and shares comprising its share capital.

ENCLOSURES: 1

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As of November 30, 2006:

Number of outstanding shares: 115,729,011

Total number of voting rights: 129,522,220*

* The total number of voting rights is calculated on the basis of the total number of shares, even if the exercise of the voting rights attached thereto is suspended, pursuant to Article 222-12 of the General Regulation of the Autorité des Marchés Financiers relating to the method for calculation of percentages of holdings in shares and in voting rights. We invite our shareholders to refer to such article should they need to declare acquisitions or dispositions of shares that cross specific thresholds.

This information is also published on Dassault Systemes' website: www.3ds.com.

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About Dassault Systèmes

As a world leader in 3D and Product Lifecycle Management (PLM) solutions, the Dassault Systèmes group brings value to more than 90,000 customers in 80 countries. A pioneer in the 3D software market since 1981, Dassault Systèmes 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 Systèmes 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 Systèmes is listed on the Nasdaq (DASTY) and Euronext Paris (#13065, DSY.PA) stock exchanges. For more information, visit http://www.3ds.com.

Dassault Systèmes 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.

Date: December 8, 2006

By: <u>/s/ Thibault de Tersant</u>

Name: Thibault de Tersant

Title: Executive Vice President,

Finance and Administration

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