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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): November 22, 2004

DATAJUNGLE SOFTWARE INC.
(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction
of incorporation)

91-0835748
(IRS Employer
Identification No.)

1 Hines Road, Suite 202, Ottawa, Ontario, Canada, K2K 3C7
(Address of principal executive offices)

Registrant's telephone number, including area code **(613) 254-7246**

(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:

- ☐ Written communications pursuant to Rule 425 under the Securities Act
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act

SEC 873 (6-04)

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Item 1.01 Entry into a Material Definitive Agreement

DataJungle Software Inc. (the “Company”) entered into a Consulting Agreement effective November 22, 2004 (the “Agreement”) with Insight Corporation, a party unrelated to the Company or its wholly owned subsidiary, DataJungle Ltd.

The details of this Agreement have been described under Item 3.02 below.

Item 3.02 Unregistered Sale of Equity Securities

Pursuant to the Agreement, the Company agreed to issue 3,000,000 warrants to purchase common stock of the Company. Details of the transaction are as follows:

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|---------------------|---|
| Title: | Common Stock Purchase Warrants |
| Number of warrants: | 3,000,000 |
| Exercise price: | \$0.50 per share with provision to be exercised on a cashless basis |
| Expiry date: | December 31, 2009 |
| Conversion: | One warrant for each share of common stock purchased |
| Consideration: | For consulting services including investor communications, financial relations and investor public relations for the period to December 31, 2008 |
| Other conditions: | The Company has the right to terminate the Agreement prior to July 31, 2006 in the event the Company has not received \$2,000,000 of equity investment or financing by that date. In the event of termination of the Agreement, the Company has the right to retract and cancel 1,500,000 of the Common Stock Purchase Warrants |

The Common Stock Purchase Warrants have been issued only to accredited investors and in reliance upon an exemption from registration under Section 4(2) of the Securities Act of 1933, as amended.

SIGNATURES

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

DATAJUNGLE SOFTWARE INC.

/s/ Edward Munden

By: _____

Edward Munden
Chairman of the Board,
President & CEO

Date: November 24, 2004