

Edgar Filing: ASTRALIS LTD - Form 8-K

ASTRALIS LTD  
Form 8-K  
August 19, 2005

Securities and Exchange Commission  
Washington, DC 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) August 19, 2005  
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ASTRALIS LTD.

(Exact Name of Registrant as Specified in its Charter)

|   |                                       |  |
|---|---------------------------------------|--|
| Delaware<br>(State or Other Jurisdiction<br>of Incorporation) | 000-30997<br>(Commission File Number) | 84-1508866<br>(IRS Employer<br>Identification No.) |
|---|---------------------------------------|--|

|   |                              |
|---|------------------------------|
| 75 Passaic Avenue, Fairfield, New Jersey<br>-----<br>(Address of Principal Executive Offices) | 07004<br>-----<br>(Zip Code) |
|---|------------------------------|

Registrant's telephone number, including area code (973) 227-7168  
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(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 7.01 REGULATION FD DISCLOSURE.

On August 19, 2005, the registrant issued a press release regarding the completion of a private placement from which the registrant received gross proceeds of approximately \$2,000,000. A copy of the press release is attached as Exhibit 99.1.

ITEM 9.01 FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.

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(c) Exhibits

| Exhibit No. | Description                         |
|-------------|-------------------------------------|
| 99.1        | Press Release dated August 19, 2005 |

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.

ASTRALIS LTD.

Date: August 19, 2005

By: /s/ James Sharpe

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James Sharpe  
Chief Executive Officer