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COGNITRONICS CORP
Form 8-K
April 03, 2006

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) March 31, 2006

Cognitronics Corporation
(Exact name of registrant as specified in its charter)

| | | |
|---|---------------------------------------|--|
| New York (State or other jurisdiction of incorporation) | 1-8496 (Commission File Number) | 12-1953544 (IRS Employer Identification No.) |
|---|---------------------------------------|--|

| | |
|---|---------------------|
| 3 Corporate Drive, Danbury, Connecticut (Address of principal executive offices) | 06810 (Zip Code) |
|---|---------------------|

Registrant's telephone number, including area code (203) 830-3400

(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 Instructions 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))

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Item 2.02. Results of Operations and Financial Condition

On March 31, 2006, the Company issued a press release setting forth its fourth-quarter and full year 2005 earnings. A copy of the Company's press release is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

99.1 Press release, dated March 31, 2006, issued by Cognitronics Corporation

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, on April 3, 2006.

Cognitronics Corporation
(Registrant)

by: /s/ Garrett Sullivan

Garrett Sullivan
Treasurer

Exhibit Index

99.1 Press release, dated March 31, 2006, issued by Cognitronics Corporation