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NTN COMMUNICATIONS INC Form 8-K May 10, 2005

> 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) May 10, 2005

NTN Communications, Inc. (Exact name of Registrant as specified in its charter)

Delaware001-1146031-1103425(State or Other Jurisdiction(Commission File Number)(I.R.S. Employerof Incorporation or Organization)Identification No.)

5966 La Place Court Carlsbad, California 92008 (Address of Principal Executive Offices) (Zip Code)

(760) 438-7400 (Registrant's telephone number, including Area Code)

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

On May 10, 2005, NTN Communications, Inc. issued a press release announcing its financial results for the first quarter ended March 31, 2005. The press release is attached hereto as Exhibit 99.1. The information in this report and the attached exhibit is being furnished and shall not be deemed "filed" with the Securities and Exchange Commission for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of Section 18. Furthermore, the information contained in this Current Report shall not be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

Exhibit 99.1 Press release issued by NTN Communications, Inc. on May 10, 2005.

SIGNATURE

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

NTN COMMUNICATIONS, INC.

By: /s/James B. Frakes James B. Frakes Chief Financial Officer

Date: May 10, 2005

EXHIBIT INDEX

EXHIBIT NUMBER DESCRIPTION

99.1 Press release issued by NTN Communications, Inc. on May 10, 2005.