

NEOSE TECHNOLOGIES INC  
Form 8-K  
May 21, 2004

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**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 21, 2004

**Neose Technologies, Inc.**

(Exact name of issuer as specified in charter)

**DELAWARE**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**0-27718**  
(Commission file number)

**13-3549286**  
(I.R.S. Employer  
Identification Number)

**102 Witmer Road,  
Horsham, Pennsylvania 19044**  
(Address of principal executive offices)

**(215) 315-9000**  
(Registrant's telephone number, including area code)

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**Item 5 -Other Events.**

On May 21, 2004, the Company issued a press release announcing that it has closed its previously announced registered direct offering. A copy of the press release is attached to this Current Report on Form 8-K as Exhibit 99.1 and is incorporated herein by reference.

**Item 7 Financial Statements, Pro Forma Financial Information and Exhibits.**

- (a) Financial Statements of Businesses Acquired: None
- (b) Pro Forma Financial Information: None
- (c) Exhibits: Reference is made to the Exhibit Index annexed hereto and made a part hereof.



**Index to Exhibits**

<b>Exhibit No.</b>	<b>Description</b>
Exhibit 99.1	Press Release dated May 21, 2004