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GLENAYRE TECHNOLOGIES INC

Form 8-K

November 03, 2004

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 2, 2004

Glenayre Technologies, Inc.
(Exact name of registrant as specified in charter)

| | | |
|---|-----------------------------|---|
| Delaware | 0-15761 | 98-0085742 |
| ----- | ----- | ----- |
| (State or other jurisdiction of incorporation) | (Commission file number) | (IRS Employer Identification Number) |
| | | |
| 11360 Lakefield Drive, Duluth, Georgia | | 30097 |
| ----- | | ----- |
| (Address of principal executive offices) | | (Zip Code) |

Registrant's telephone number, including area code: 770-283-1000

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 (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17CFR 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-4c)

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

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On November 2, 2004, Glenayre Technologies, Inc. (the "Company") issued a news release providing financial results for the third quarter of 2004. The news release contains forward-looking statements regarding the Company and includes a cautionary statement identifying important factors that could cause actual results to differ.

The Company's news release is furnished as Exhibit 99.1 to this Current Report.

Neither the foregoing nor the news release furnished as Exhibit 99.1 shall be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended.

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

(c) Exhibits.

99.1 Company's News Release dated November 2, 2004.

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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.

Glenayre Technologies, Inc

Dated: November 2, 2004

By: /s/ Debra Ziola

Name: Debra Ziola
Title: Senior Vice President and Chief
Financial Officer

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SECURITIES AND EXCHANGE COMMISSION
Washington, DC

EXHIBITS

CURRENT REPORT
ON
FORM 8-K

Date of Event Reported: November 2, 2004

Commission File No: 0-15761

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GLENAYRE TECHNOLOGIES, INC.

EXHIBIT INDEX

| Exhibit No. ----- | Exhibit Description ----- |
|----------------------|--|
| 99.1 | Company's News Release dated November 2, 2004. |