

GLENAYRE TECHNOLOGIES INC

Form 8-K

March 07, 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 7, 2006**

**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)

825 8<sup>th</sup> Avenue, 23<sup>rd</sup> Floor, New York, New York

10019

(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))
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**Item 2.02 Results of Operations and Financial Condition.**

On March 7, 2006, Glenayre Technologies, Inc. (the Company) issued a news release providing financial results for the quarter and year ended December 31, 2005. Additionally, the Company posted to its website [www.Glenayre.com](http://www.Glenayre.com) a presentation entitled "Glenayre Technologies, Inc. 2005 Fourth Quarter Results". A link to this presentation is included in the news release. The news release and the presentation contain forward-looking statements regarding the Company and include cautionary statements identifying important factors that could cause actual results to differ.

The Company's news release and website presentation are furnished as Exhibits 99.1 and 99.2, respectively, to this Current Report.

Neither the foregoing nor the news release and website presentation furnished as Exhibits 99.1 and 99.2 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.**

(d) *Exhibits.*

99.1 Company's News Release dated March 7, 2006.

99.2 Company's website presentation "Glenayre Technologies, Inc. 2005 Fourth Quarter Results".

**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: March 7, 2006

By: /s/ Debra Ziola

Name: Debra Ziola

Title: Executive Vice President  
and Chief Financial Officer

2

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**Glenayre Technologies, Inc.**  
EXHIBIT INDEX

Exhibit No.	Exhibit Description
99.1	Company s News Release dated March 7, 2006.
99.2	Company s website presentation Glenayre Technologies, Inc. 2005 Fourth Quarter Results .