

TUCOWS INC /PA/  
Form 8-K  
May 15, 2009

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

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**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 12, 2009**

**TUCOWS INC.**

(Exact Name of Registrant Specified in Charter)

**Pennsylvania**  
(State or Other

**0-28284**  
(Commission File

**23-2707366**  
(IRS Employer

Jurisdiction of

Number)

Identification No.)

Incorporation)

**96 Mowat Avenue, Toronto, Ontario, Canada**  
(Address of Principal Executive Offices)

**M6K 3M1**  
(Zip Code)

Registrant's telephone number, including area code: **(416) 535-0123**

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**Not Applicable**

(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:

- 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 May 13, 2009, Tucows Inc., a Pennsylvania corporation (the Company), issued a press release reporting its financial results for its first quarter ended March 31, 2009. A copy of such press release is filed herewith as Exhibit 99.1.

The information in this report and the exhibit is furnished to, and not filed with, the Securities and Exchange Commission and shall not be incorporated by reference into any registration statement filed by the Company under the Securities Act of 1933, as amended, unless specifically identified therein as being incorporated therein by reference.

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

Effective May 12, 2009, Rawleigh H. Ralls accepted an appointment as a member of the Board of Directors of the Company. Mr. Ralls was not appointed to any special committees of the Board. There were no arrangements or understandings between Mr. Ralls and any other persons pursuant to which Mr. Ralls was selected as a director of the Company.

A press release, dated May 13, 2009, announcing Mr. Ralls' appointment to the Board is attached hereto as Exhibit 99.2 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

- (a) Not Applicable.
- (b) Not Applicable.
- (c) Not Applicable.
- (d) Exhibits.

**Exhibit Number**

**Exhibit**

99.1 Press Release of Tucows Inc., dated May 13, 2009, reporting financial results for the first quarter ended March 31, 2009.

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99.2

Press Release of Tucows Inc., dated May 13, 2009, announcing appointment of Raleigh H. Ralls to the Board of Directors.

**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.

**TUCOWS INC.**

By: */s/ Michael Cooperman*  
Michael Cooperman  
Chief Financial Officer

Dated: May 15, 2009

**EXHIBIT INDEX**

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