

GLENAYRE TECHNOLOGIES INC

Form 8-K

August 16, 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): August 15, 2005

**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, NY

10019

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (212) 333-8476

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-4(c))

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

On August 15, 2005, Glenayre Technologies, Inc. (the Company ) issued a news release reporting pro forma condensed consolidated financial results for Glenayre and the North American and central European manufacturing and distribution operations acquired from Universal Music Group ( Universal ) for the year ended December 31, 2004 and the six months ended June 30, 2005.

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 and Exhibits.**

(c) Exhibits.

99.1 News Release dated August 15, 2005

**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: August 15, 2005

By: /s/ Debra Ziola

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

SECURITIES AND EXCHANGE COMMISSION  
Washington, DC  
**EXHIBITS**  
**CURRENT REPORT**  
**ON**  
**FORM 8-K**

Date of Event Reported: August 15, 2005

Commission File No: 0-15761

**Glenayre Technologies, Inc.**  
EXHIBIT INDEX

Exhibit No.	Exhibit Description
99.1	News Release dated August 15, 2005