

INSTEEL INDUSTRIES INC  
Form 8-K  
January 23, 2006

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**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): January 23, 2006**

**Commission File Number 1-9929**

**Insteel Industries, Inc.**

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*(Exact name of registrant as specified in its charter)*

**North Carolina**

**56-0674867**

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*(State or other jurisdiction of  
incorporation or organization)*

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*(I.R.S. Employer  
Identification No.)*

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**1373 Boggs Drive, Mount Airy, North Carolina**

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**27030**

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*(Address of principal executive offices)*

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*(Zip Code)*

**Registrant's telephone number, including area code: (336) 786-2141**

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 January 23, 2006, the Company issued a press release regarding its financial results for the first fiscal quarter ended December 31, 2005. A copy of this release is being furnished as Exhibit 99.1 to this Current Report on Form 8-K. The information in this Current Report on Form 8-K, including Exhibit 99.1, shall not be deemed filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liability of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing.

**Item 9.01. Financial Statements and Exhibits**

Exhibit 99.1            Press release dated January 23, 2006 announcing first fiscal quarter 2006 financial results.

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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 thereunto duly authorized.

INSTEEL INDUSTRIES, INC.

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Registrant

Date: January 23, 2006

By: /s/ H.O. Woltz III

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H.O. Woltz III  
President and Chief Executive Officer

Date: January 23, 2006

By: /s/ Michael C. Gazmarian

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Michael C. Gazmarian  
Chief Financial Officer and Treasurer

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