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COGNITRONICS CORP

Form 8-K

March 28, 2005

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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: March 24, 2005
(Date of earliest event reported)

COGNITRONICS CORPORATION
(Exact name of registrant as specified in its charter)

New York	1-8496	13-1953544
(State of	(Commission	(IRS employer
Incorporation)	File Number)	Identification No.)

3 Corporate Drive, Danbury, CT	06810
(Address of principal executive offices)	(Zip Code)

203 830-3400
(Registrant's telephone number)

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 March 24, 2005, Cognitronics Corporation (the "Company") issued the press release attached as Exhibit 99.1, reporting the Company's results for its fourth quarter and year ended December 31, 2004.

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.

COGNITRONICS CORPORATION

Date: March 25, 2005

By: /s/ Garrett Sullivan

Garrett Sullivan, Treasurer and
Chief Financial Officer

EXHIBIT INDEX

Exhibits:

Exhibit 99.1 Press release issued by Cognitronics Corporation on March 24, 2005, reporting its results for its fourth quarter and year ended December 31, 2004.