

PACIFICNET INC  
Form 8-K  
August 18, 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 1934**

Date of Report (date of earliest event reported): August 14, 2006

**PacificNet Inc.**

(Exact name of registrant as specified in charter)

**Delaware**

(State or other jurisdiction of incorporation)

**000-24985**  
(Commission  
File Number)

**91-2118007**  
(IRS  
Employer  
Identification  
No.)

**c/o PacificNet Inc.  
23/F, Tower A, TimeCourt, No.6 Shuguang Xili,  
Chaoyang District, Beijing, China 100028**

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(Address of principal executive offices and zip code)

**011-852-2876-2900**

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(Registrant's telephone number including area code)

**601 New Bright Building, 11 Sheung Yuet Road,  
Kowloon Bay, Kowloon, Hong Kong**

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(Registrant's 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 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(b) under the Exchange Act (17 CFR 240.14a-12(b))
- ☐ 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 14, 2006, PacificNet Inc. (the “Company”) issued a press release and hosted a conference call during which the Company’s unaudited operating results for the second quarter of 2006 and its expectation of profitability for 2006 were discussed. A copy of the press release is attached hereto as Exhibit 99.1, and a transcript of the conference call is attached hereto as Exhibit 99.2.

**Item 9.01 Financial Statements and Exhibits.**

| <b><u>Exhibit No.</u></b> | <b><u>Description</u></b>                                                                                                                                                                                                                  |
|---------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 99.1                      | Press Release dated August 14, 2006 - PacificNet Reports Record Second Quarter Results Q2 Revenues Increase 57%, Net Income Rises 61%, Gross Profit Margins Increase From 22% to 25% Resulting in Quarterly EPS of 9 cents per basic share |
| 99.2                      | August 14, 2006 conference call transcript                                                                                                                                                                                                 |

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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 hereunto duly authorized.

PACIFICNET, INC.

Date: August 18, 2006

By: /s/ Victor Tong

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Name: Victor Tong

Title: President and Interim Chief Financial Officer

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**Exhibit Index**

| <b><u>Exhibit No.</u></b> | <b><u>Description</u></b>                                                                                                                                                                                                                   |
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| 99.2                      | August 14, 2006 conference call transcript                                                                                                                                                                                                  |