

DIGI INTERNATIONAL INC

Form 8-K

November 04, 2004

**Table of Contents**

**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) November 4, 2004

**Digi International Inc.**

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(Exact name of Registrant as specified in its charter)

**Delaware**

**0-17972**

**41-1532464**

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(State or other jurisdiction  
of incorporation)

(Commission File Number)

(IRS Employer  
Identification No.)

**11001 Bren Road East  
Minnetonka, Minnesota**

**55343**

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(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code **(952) 912-3444**

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 (*see* General Instruction A.2. below):

- 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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**TABLE OF CONTENTS**

Item 2.02. Results of Operations and Financial Condition.

Item 9.01. Financial Statements and Exhibits.

SIGNATURES

EXHIBIT INDEX

Press Release

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**Table of Contents**

Item 2.02. Results of Operations and Financial Condition.

On November 4, 2004, Digi International Inc. (the Company ) reported its financial results for the fourth quarter of 2004 and the fiscal year ended September 30, 2004. See the Company's press release dated November 4, 2004, which is furnished as Exhibit 99 and incorporated by reference in this Current Report on Form 8-K.

Item 9.01. Financial Statements and Exhibits.

The following Exhibit is being furnished herewith:

99 Press Release dated November 4, 2004.

2

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**Table of Contents**

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.

Date: November 4, 2004

DIGI INTERNATIONAL INC.

By /s/ Subramanian Krishnan

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Subramanian Krishnan  
Senior Vice President, Chief Financial Officer and  
Treasurer

3

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**Table of Contents**

EXHIBIT INDEX

<b>No.</b>	<b>Exhibit</b>	<b>Manner of Filing</b>
99	Press Release dated November 4, 2004.	Filed Electronically