

CRITICARE SYSTEMS INC /DE/  
Form 8-K  
September 29, 2004

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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): September 24, 2004

**CRITICARE SYSTEMS, INC.**

(Exact name of registrant as specified in its charter)

Delaware

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(State or other jurisdiction of incorporation)

1-31943  
(Commission File Number)

39-1501563  
(I.R.S. Employer I.D.  
Number)

20925 Crossroads Circle  
Suite 100  
Waukesha, Wisconsin  
(Address of Principal Executive Offices)

53186  
(Zip Code)

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262-798-8282

(Registrant's telephone number, including area code)

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

**Section 5 - Corporate Governance and Management**

**Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers**

Effective September 24, 2004, the Board of Directors of Criticare Systems, Inc. (the "Company") appointed Joel D. Knudson to the position of Vice President of Finance of the Company. Mr. Knudson will serve as the Company's Principal Financial Officer and supersedes Michael J. Sallmann, who left the Company as of August 19, 2004.

Mr. Knudson was the Company's Controller from February 2004 to September 2004. Prior to joining the Company, Mr. Knudson was the Controller for S.K. Williams Co., a metal finishing company, from November 2002 to February 2004 and, prior to that, was the Controller for Anguil Environmental Systems, Inc., a manufacturer of pollution control systems, from November 1994 until October 2002. Mr. Knudson is 39 years old.

As of the date of this report, the Company has not entered into an employment agreement with Mr. Knudson.

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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.

**CRITICARE SYSTEMS, INC.**

Date: September 29, 2004

By: /s/ Joel D. Knudson

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Joel D. Knudson  
Vice President - Finance

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