

Digerati Technologies, Inc.
Form 8-K
June 18, 2012

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) **June 15, 2012**

Digerati Technologies, Inc.

(Exact Name of Registrant as Specified in Charter)

Nevada

(State or Other Jurisdiction of Incorporation)

001-15687

(Commission File Number)

3463 Magic Drive, Suite 202

San Antonio, Texas

(Address of Principal Executive Offices)

74-2849995

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

78229

(Zip Code)

(210) 614-7240

(Registrant's Telephone Number, Including Area Code)

(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 the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act.

Soliciting material pursuant to Rule 14a-12 under the Exchange Act

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act

Item 2.02 Results of Operations and Financial Condition.

On June 15, 2012, Digerati Technologies, Inc., a Nevada corporation, issued a News Release regarding its results of operations for the fiscal quarter ended April 30, 2012. A copy of this News Release is being furnished herewith as Exhibit 99.1 and is incorporated herein by reference.

Pursuant to General Instruction B.2, the information furnished pursuant to this Item 2.02 and Exhibit 99.1 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section and shall not be deemed to be incorporated by reference into any filing under the Securities Exchange Act of 1934, as amended, or the Securities Act of 1933, as amended, notwithstanding any general incorporation language in these filings.

Item 9.01(d) Financial Statements and Exhibits.

The following documents are filed as Exhibits to this report:

| Exhibit No. | Description |
|-------------|----------------------------------|
| 99.1 | News Release dated June 15, 2012 |

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.

Digerati Technologies,
Inc.

Date: June 18, 2012 By: /s/ Antonio Estrada Jr.
Antonio Estrada Jr.

Sr. VP of Finance &
Corporate Controller

EXHIBIT INDEX

| Exhibit No. | Description |
|-------------|-----------------------------------|
| 99.1 | News Release, dated June 15, 2012 |