

Edgar Filing: BODISEN BIOTECH, INC - Form 8-K

BODISEN BIOTECH, INC  
Form 8-K  
August 22, 2005

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the Securities and Exchange Act of 1934

Date of Report (Date of earliest event reported): August 22, 2005

BODISEN BIOTECH, INC.  
(Exact name of registrant as specified in its charter)

|   |                             |                                      |
|---|-----------------------------|--------------------------------------|
| DELAWARE  | 333-99101                   | 98-0381367                           |
| (State or other jurisdiction<br>of incorporation) | (Commission<br>File Number) | (IRS Employer<br>Identification No.) |

North Part of Xinquia Road, Yang Ling Agricultural High-Tech  
Industries Demonstration Zone, Yang Ling,  
People's Republic of China  
(Address of principal executive offices)

712100  
(Zip Code)

86-29-87074957  
(Registrant's telephone number, including area code)

Not Applicable  
(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 (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))

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

Pursuant to Item 2.02 of Form 8-K, the information contained in Item 9.01(c) and this Item 2.02 is furnished to, but not filed with, the Securities

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and Exchange Commission for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and, therefore, shall not be incorporated by reference in any filing under the Securities Act of 1933, as amended.

On August 23, 2005, Bodisen Biotech (the "Registrant") will issue a press release announcing its financial results for the second quarter ended June 30, 2005. A copy of the press release is furnished herewith as Exhibit 99.1 and is incorporated herein by reference.

ITEM 7.01 REGULATION FD DISCLOSURE

On August 23, 2005, the Registrant will issue a press release regarding the affirmation of earnings guidance for fiscal year 2005. A copy of this guidance is included in the press release attached as Exhibit 99.1 and is incorporated herein by reference. Pursuant to the rules and regulations of the Securities and Exchange Commission, the information furnished under this Item 7.01 ("Regulation FD Disclosure") is intended to be furnished and shall not be deemed to be "filed" under the Securities Exchange Act of 1934.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits

Exhibit 99.1 Press Release, dated August 23, 2005.

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.

BODISEN BIOTECH, INC.

Date: August 22, 2005

/S/ Qiong Wang,

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Qiong Wang,  
Chief Executive Officer

EXHIBIT INDEX

| Exhibit Number | Description  | Method of  |
|----------------|--|------------|
| -----          | -----  | -----      |
| 99.1           | Press Release dated August 23, 2005 captioned "Bodisen Biotech Announces Record Second Quarter Earnings of \$0.17 per Share, 99% Increase in Revenue and 48% Increase in Net Income" | Filed here |

