

UTSTARCOM INC
Form 8-K
May 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 of 1934

Date of Report (Date of earliest event reported): May 12, 2006

UTSTARCOM, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

000-29661
(Commission File Number)

52-1782500
(I.R.S. Employer Identification No.)

1275 Harbor Bay Parkway

Alameda, California 94502

(Address of principal executive offices) (Zip code)

(510) 864-8800

(Registrant's telephone number, including area code)

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N/A

(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):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

 - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.

On May 12, 2006, UTStarcom, Inc. (the Company) received a notice (the Notice) from the staff of The Nasdaq Stock Market indicating that the Company is not in compliance with Marketplace Rule 4310(c)(14) due to the Company s failure to timely file its Quarterly Report on Form 10-Q for the fiscal quarter ended March 31, 2006 (the 10-Q). The Company has previously received notice (the Original Notice) from The Nasdaq Stock Market regarding the Company s failure to timely file its Annual Report on Form 10-K for the fiscal year ended December 31, 2005 (the 10-K), and the Notice indicated that noncompliance regarding the 10-Q is further basis for delisting the Company s common stock.

Subsequent to receiving the Original Notice, the Company requested and was granted a hearing with the Nasdaq Listing Qualifications Panel (the Listing Panel) on April 20, 2006. On May 10, 2006, the Listing Panel granted the Company a conditional extension until June 15, 2006 to file its 10-K, 10-Q and any required restatements.

The Company issued a press release in connection with the foregoing matters on May 18, 2006, a copy of which is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Press release entitled UTStarcom Receives NASDAQ Notification Related to Late Filing of its Form 10-Q for the First Quarter of 2006.

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.

UTSTARCOM, INC.

Date: May 18, 2006

By: /s/ Francis P. Barton
Name: Francis P. Barton
Title: Executive Vice President and Chief
Financial Officer