SCIENTIFIC INDUSTRIES INC Form 8-K/A March 27, 2007

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 8-K/A CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): December 5, 2006

SCIENTIFIC INDUSTRIES, INC.

(Exact name of registrant as specified in its charter)

Delaware

000-6658

(IRS Employer No.)

04-2217279

(State or other (Commission jurisdiction of File Number) incorporation)

> 70 Orville Drive Bohemia, New York 11716

(Address of principal executive offices)

(631) 567-4700

Registrant's telephone number, including area code

Not Applicable

(Former name or former address, if changed since last report)

ITEM 2.01 Completion of Acquisition or Disposition of Assets

This amendment to the Company's Report on Form 8-K filed on December 5, 2006 is being filed to provide the financial statements required in connection with the Company's acquisition on November 30, 2006 of the outstanding capital stock of Altamira Instruments Inc. See Item 9.01.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(a) Financial Statements of Business Acquired Attached as Exhibit 99.1:

(i) The Financial Statements of Altamira Instruments, Inc. as of September 30, 2006 (unaudited), and December 31, 2005, for the nine months ended September 30, 2006 and September 30, 2005 (unaudited) and the year ended December 31, 2005, and report of McCrory & McDowell LLC, independent registered public accountants.

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(ii) The notes to the foregoing Financial Statements of Altamira Instruments, Inc.

(b) Pro Forma Financial Information

The unaudited Pro Forma Condensed Combined Financial Statements for the Fiscal Year Ended June 30, 2006 and for the three months ended September 30, 2006 are attached as Exhibit 99.2 hereto.

(c) Exhibits

Exhibit No. Exhibit

2.1 Copy of Stock Purchase Agreement dated as of November 30, 2006 (1)  $^{\star}.$ 

10(a) Copy of Escrow Agreement relating to above Stock Purchase Agreement (1).

10(b) Copy of Registration Rights Agreement relating to above Stock Purchase Agreement (1).

10(c) Copy of Employment Agreement between Altamira Instruments Inc., and Brookman P. March (1).

99 Financial Statements

99.1 The Financial Statements of Altamira Instruments, Inc. as of September 30, 2006 (unaudited), and December 31, 2005 and for the nine months ended September 30, 2006 and September 30, 2005 (unaudited) and the year ended December 31, 2005, and report of McCrory & McDowell LLC, independent registered public accountants.

99.2 The unaudited Pro Forma Condensed Combined Financial Statements for the Fiscal Year Ended June 30, 2006 and for the three months ended September 30, 2006.

(1) Previously filed with this Current Report on Form 8-K, dated December 5, 2006.

\*Disclosure Schedules to this Exhibit have been omitted pursuant to Item 601(b)(2) of Regulation S-K. The Company agrees to furnish supplemental copies of any of the omitted Disclosure Schedules to the SEC upon request.

SIGNATURE

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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.

SCIENTIFIC INDUSTRIES, INC.
(Registrant)

Date: March 26, 2007

By: /s/ Helena R. Santos Helena R. Santos President and Chief Executive Officer