

NANOGEN INC
Form 8-K
December 08, 2004

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): December 8, 2004

NANOGEN, INC.

(Exact name of registrant specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

10398 Pacific Center Court, San Diego, California
(Address of principal executive offices)

000-23541
(Commission File Number)

33-0489621
(I.R.S. Employer

Identification No.)

92121
(Zip Code)

Registrant's telephone, including area code: (858) 410-4600

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(Former name and 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))
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Item 8.01. Other Events.

On December 8, 2004, Nanogen, Inc. (Nanogen) issued a press release which is filed as Exhibit 99.1 hereto and incorporated by reference herein. The press release announced that Nanogen 's special meeting of stockholders held on December 8, 2004, was adjourned and the vote postponed until December 15, 2004, at 2:00 p.m. Pacific time at its offices at 10398 Pacific Center Court, San Diego, California.

The Nanogen special meeting was adjourned because an insufficient number of stockholders were present or represented by proxy in order to establish a quorum.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits. The following documents are filed as exhibits to this report:

99.1 Press Release of Nanogen, Inc., dated December 8, 2004.

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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.

NANOGEN, INC.

By: /s/ Nicholas J. Venuto

Date: December 8, 2004

Name: Nicholas J. Venuto

Title: Senior Director, Finance

EXHIBIT INDEX

Exhibit

| Number | Document Description |
|---------------|---|
| 99.1 | Press Release of Nanogen, Inc., dated December 8, 2004. |