

WARP TECHNOLOGY HOLDINGS INC  
Form 8-K  
February 21, 2006

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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):

February 21, 2006

Warp Technology Holdings, Inc.

(Exact name of registrant as specified in its charter)

Nevada

000-33197

88-0467845

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

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

200 Railroad Avenue, Greenwich, Connecticut

06830

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

203 422 2950

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:

- 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 7.01 Regulation FD Disclosure.**

The registrant, Warp Technology Holdings, Inc., operating under the trade name, Halo Technology Holdings ("Halo" or the "Company") has issued the materials that are attached hereto as, and hereby incorporated by this reference from, Exhibit 99.13. These materials are being presented at the Roth Capital Partners Growth Conference on Tuesday, February 21st, 2006. Ron Bienvenu, Chief Executive Officer of the Company, will present at the conference at 2:30 p.m. Pacific time (5:30 p.m. EST).

A live webcast of the presentation will be accessible via the HALO Technology Holdings website. To access the webcast, visit the Events section on the Company's home page at [www.haloholdings.com](http://www.haloholdings.com). A replay of the webcast will be available for 90 days. A transcript of the webcast will be posted on the Company's website.

The information in this Current Report on Form 8-K, including the exhibit hereto, shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act 1934, as amended, or otherwise subject to the liabilities of that Section or Sections 11 and 12(a)(2) of the Securities Act of 1933, as amended. The information contained herein and in the accompanying exhibit shall not be incorporated by reference into any filing with the U.S. Securities and Exchange Commission made by the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filings.

**Item 9.01 Financial Statements and Exhibits.**

c) Exhibits.

Exhibit Number Exhibit

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99.13 Presentation Materials -- Roth Capital Conference

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**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.

Warp Technology Holdings, Inc.

*February 21, 2006*

By: *Ernest Mysogland*

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*Name: Ernest Mysogland*  
*Title: Chief Legal Officer*

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Exhibit Index

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
99.13	Presentation Materials -- Roth Capital Conference