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ANDREA ELECTRONICS CORP  
Form 8-K  
August 15, 2003

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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): August 15, 2003  
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ANDREA ELECTRONICS CORPORATION  
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(Exact name of registrant as specified in its charter)

New York -----	1-4324 -----	11-0482020 -----
(State or other Jurisdiction of incorporation or organization)	(Commission File Number)	(IRS Employer Identification No.)

45 Melville Park Road, Melville, New York 11747  
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(Address of principal executive offices)

(631) 719-1800  
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(Registrant's telephone number, including area code)

Not Applicable  
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(Former name or former address, if changed since last report)

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ITEM 5. OTHER EVENTS.

On August 15, 2003, Andrea Electronics Corporation (the "Company") announced the Company received notice from the American Stock Exchange ("AMEX" or "the Exchange") informing the Company that the Exchange has accepted the Company's plan of compliance and granted an extension of time to November 23, 2004 to regain compliance with the continued listing standards of AMEX.

A copy of the Company's press release dated August 15, 2003 is attached as

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Exhibit 99.1 and incorporated herein by reference.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.  
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Exhibit 99.1 Press Release Dated August 15, 2003

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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.

ANDREA ELECTRONICS CORPORATION

Dated: August 15, 2003

By: /s/ Corisa L. Guiffre

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Corisa L. Guiffre  
Vice President and Chief Financial Officer

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