

AETHER HOLDINGS INC  
Form 8-K  
August 03, 2005

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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 3, 2005

**AETHER HOLDINGS, INC.**

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

000-27707

(Commission File Number)

52-2186634

(IRS Employer Identification No.)

621 E. Pratt Street, Suite 601, Baltimore, MD

(Address of Principal Executive Offices)

21202

(Zip Code)

(443) 573-9400

(Registrant's Telephone Number, Including Area Code)

Aether Systems, Inc.

(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):

- 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 2.02 Results of Earnings and Financial Condition**

On August 3, 2005, Aether Holdings, Inc., the new parent holding company of Aether Systems, Inc., issued a press release announcing earnings for the first quarter ended June 30, 2005. A copy of the press release is furnished herewith as Exhibit 99.1 and incorporated by reference herein.

This information shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act ), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits**

**(c) Exhibits**

99.1 Press Release of Aether Holdings, Inc., dated August 3, 2005.

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SIGNATURES

According 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, thereunto duly authorized on August 3, 2005.

**AETHER SYSTEMS, INC.**

/s/ David C. Reymann

By: David C. Reymann

Its: Chief Financial Officer