

COMNETIX INC  
Form CB  
January 22, 2007

## UNITED STATES

## SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

## FORM CB

### TENDER OFFER/RIGHTS OFFERING NOTIFICATION FORM

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to file this Form:

Securities Act Rule 801 (Rights Offering)	<input type="radio"/>
Securities Act Rule 802 (Exchange Offer)	<input checked="" type="radio"/>
Exchange Act Rule 13e-4(h)(8) (Issuer Tender Offer)	<input type="radio"/>
Exchange Act Rule 14d-1(c) (Third Party Tender Offer)	<input type="radio"/>
Exchange Act Rule 14e-2(d) (Subject Company Response)	<input type="radio"/>
Filed or submitted in paper if permitted by Regulation S-T Rule 101(b)(8)	<input type="radio"/>

Note: Regulation S-T Rule 101(b)(8) only permits the filing or submission of a Form CB in paper by a party that is not subject to the reporting requirements of Section 13 or 15(d) of the Exchange Act.

## Comnetix, Inc.

(Name of Subject Company)

N/A

(Translation of Subject Company's Name into English (if applicable))

**Canada**

(Jurisdiction of Subject Company's Incorporation or Organization)

**BIO-key International, Inc.**

(Name of Person(s) Furnishing Form)

**Common Shares**

(Title of Class of Subject Securities)

**204181 10 1**

(CUSIP Number of Class of Securities (if applicable))

**Edward Escubedo, President**

**Comnetix, Inc.**

**2872 Bristol Circle, Suite 100**

**Oakville, Ontario L6H 6G4**

**Canada**

(Name, Address (including zip code) and Telephone Number (including area code) of Person(s) Authorized to Receive Notices and Communications on Behalf of Subject Company)

**January 17, 2007**

(Date Tender Offer/Rights Offering Commenced)

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**PART I - INFORMATION SENT TO SECURITY HOLDERS**

**Item 1. Home Jurisdiction Documents**

Exhibit  
No.

99.1 Offering Circular, dated January 19, 2007, setting forth the terms and conditions of the offer by BIO-key International, Inc. (the Company ) to acquire all of the outstanding common shares of Comnetix, Inc. ( Comnetix ).

**Item 2. Informational Legends**

A legend complying with Rule 802(b) promulgated pursuant to the Securities Act of 1933, as amended, is included in the documents filed herewith as Exhibit 99.1 and 99.2.

**PART II - INFORMATION NOT REQUIRED TO BE SENT TO SECURITY HOLDERS**

Exhibit  
No.

99.2 Press Release, issued January 19, 2007, relating to the offer by the Company to acquire all of the outstanding common shares of Comnetix.

**PART III - CONSENT TO SERVICE OF PROCESS**

(1) The person furnishing this Form CB is a U.S. person.

**PART IV - SIGNATURES**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

BIO-KEY INTERNATIONAL, INC.

By: /s/ Francis J. Cusick  
Name: Francis J. Cusick  
Title: Chief Financial Officer

Date: January 22, 2007