

UTSTARCOM INC  
Form 8-K  
May 18, 2006

**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):** May 12, 2006

**UTSTARCOM, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation)

**000-29661**  
(Commission File Number)

**52-1782500**  
(I.R.S. Employer Identification No.)

**1275 Harbor Bay Parkway**

**Alameda, California 94502**

(Address of principal executive offices) (Zip code)

**(510) 864-8800**

(Registrant's telephone number, including area code)

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N/A

(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):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.**

On May 12, 2006, UTStarcom, Inc. (the Company ) received a notice (the Notice ) from the staff of The Nasdaq Stock Market indicating that the Company is not in compliance with Marketplace Rule 4310(c)(14) due to the Company s failure to timely file its Quarterly Report on Form 10-Q for the fiscal quarter ended March 31, 2006 (the 10-Q ). The Company has previously received notice (the Original Notice ) from The Nasdaq Stock Market regarding the Company s failure to timely file its Annual Report on Form 10-K for the fiscal year ended December 31, 2005 (the 10-K ), and the Notice indicated that noncompliance regarding the 10-Q is further basis for delisting the Company s common stock.

Subsequent to receiving the Original Notice, the Company requested and was granted a hearing with the Nasdaq Listing Qualifications Panel (the Listing Panel ) on April 20, 2006. On May 10, 2006, the Listing Panel granted the Company a conditional extension until June 15, 2006 to file its 10-K, 10-Q and any required restatements.

The Company issued a press release in connection with the foregoing matters on May 18, 2006, a copy of which is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.1 Press release entitled UTStarcom Receives NASDAQ Notification Related to Late Filing of its Form 10-Q for the First Quarter of 2006.

**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.

**UTSTARCOM, INC.**

Date: May 18, 2006

By: /s/ Francis P. Barton  
Name: Francis P. Barton  
Title: Executive Vice President and Chief  
Financial Officer