

BODISEN BIOTECH, INC
Form 8-K
November 17, 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): November 14, 2006

BODISEN BIOTECH, INC.

(Exact name of registrant as specified in its charter)

| | | |
|--|--------------------------|--------------------|
| Delaware | 001-32616 | 98-0381367 |
| (State or other Jurisdiction of Identification Incorporation) | (Commission File Number) | (IRS Employer No.) |

North Part of Xinquia Road, Yang Ling Agricultural High-Tech
Industries Demonstration Zone, Yang Ling,
People's Republic of China 712100
(Address of Principal Executive Offices)

86-29-87074957
(Registrant's Telephone Number, including Area Code)

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 (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))

Item 2.02. Results of Operations and Financial Condition.

On November 14, 2006, Bodisen Biotech, Inc. (the “Company”) issued a press release announcing the Company’s financial results for the quarter ended September 30, 2006. The press release is attached as Exhibit 99.1 to this Form 8-K.

Item 8.01. Other Events.

Also, in the same November 14, 2006 press release, the Company deemed it of importance to shareholders to convey information about the Company’s press release dated November 12, 2006 regarding the letter it received from the Staff of the American Stock Exchange. Specifically, this information is in the paragraph of the press release under “Amex Letter Clarification” attached as Exhibit 99.1 to this Form 8-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No. Description

99.1 Press release dated November 14, 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.

BODISEN BIOTECH, INC.

Date: November 17, 2006

By: /s/ Qiong Wang

Qiong Wang
Chief Executive Officer