

NEUROLOGIX INC/DE  
Form 8-K  
April 01, 2005

**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): March 31, 2005

Neurologix, Inc.  
(Exact name of registrant as specified in its charter)

DELAWARE      0-13347      06-1582875  
(State or other      (Commission      I.R.S.  
jurisdiction of      File Number)      Employer  
incorporation or      Identification  
organization)      No.)

ONE BRIDGE PLAZA,      07024  
FORT LEE, NEW  
JERSEY  
(Address of principal      (Zip  
executive offices)      Code)

(201) 592-6451  
(Registrant's  
telephone number,  
including area  
code)

None  
(Former name,  
former address and  
former fiscal year,  
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)
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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 2.02 Results of Operations and Financial Condition.**

On March 31, 2005, the Registrant announced its earnings for its fiscal year and fourth quarter ended December 31, 2004. A copy of the press release of the Registrant is attached hereto as Exhibit 99.1 and incorporated herein by reference.

The information, including the exhibit attached hereto, in this Current Report is being furnished and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, except as otherwise expressly stated in such filing.

**Item 7.01 Regulation FD Disclosure.**

On March 31, 2005, the Registrant announced its earnings for its fiscal year and fourth quarter ended December 31, 2004. A copy of the press release of the Registrant is attached hereto as Exhibit 99.1 and incorporated herein by reference.

The information, including the exhibit attached hereto, in this Current Report is being furnished and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, except as otherwise expressly stated in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(c) *Exhibits.*

See Exhibit Index below.

**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.

**NEUROLOGIX, INC.**

Dated: April 1, 2005

By: /s/ Mark S. Hoffman  
Name: Mark S. Hoffman  
Title: Secretary and Treasurer

**EXHIBIT INDEX**

| <b>Exhibit No.</b> | <b>Description</b>                                       |
|--------------------|----------------------------------------------------------|
| 99.1               | Press Release, dated March 31, 2005 (furnished herewith) |