

Edgar Filing: ALL AMERICAN SEMICONDUCTOR INC - Form 8-K

ALL AMERICAN SEMICONDUCTOR INC

Form 8-K

April 19, 2007

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): April 18, 2007

All American Semiconductor, Inc.  
(Exact name of registrant as specified in its charter)

Delaware	000-16207	59-2814714
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

16115 Northwest 52nd Avenue, Miami, Florida 33014  
(Address of principal executive offices) (Zip Code)

(Registrant's telephone number, including area code): (305) 621-8282

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 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.

On April 18, 2007, All American Semiconductor, Inc. (the "Company") received a Staff Determination Letter from The Nasdaq Stock Market indicating that the Company is not in compliance with the continued listing requirements set forth in Nasdaq Marketplace Rule 4310(c)(14) because the Company failed to timely file its Annual Report on Form 10-K for the fiscal year ended December 31, 2006. The Staff Determination Letter provides that, unless the Company requests an appeal of this determination by 4:00 p.m. Eastern Time on April 25, 2007, trading of the Company's common stock will be suspended at the opening of business on April 27, 2007, and a Form 25-NSE will be filed with the Securities and Exchange Commission, which will remove the Company's securities from listing and registration on The Nasdaq Stock Market.

As of the time of this filing, the Company has not yet made a final determination of what action or response to take in response to the Staff Determination Letter. The Company is considering its options, but no assurance can be given that the Company will be able to stay or avoid the suspension of trading of the Company's common stock and thus its delisting from The Nasdaq Stock Market.

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The Company issued a press release on April 19, 2007 announcing its receipt of the Staff Determination Letter. A copy of such press release is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
99.1	Press Release dated April 19, 2007

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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.

ALL AMERICAN SEMICONDUCTOR, INC.

Dated: April 19, 2007

By: /s/ HOWARD L. FLANDERS

Howard L. Flanders  
Executive Vice President and  
Chief Financial Officer

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EXHIBIT INDEX

Exhibit Number	Description
99.1	Press Release dated April 19, 2007

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