

Edgar Filing: RAND CAPITAL CORP - Form 8-K

RAND CAPITAL CORP  
Form 8-K  
April 29, 2005

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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 28, 2005

Rand Capital Corporation  
(Exact Name of registrant as specified in its charter)

|   |   |  |
|---|---|--|
| New York<br>(State or other jurisdiction<br>of incorporation) | 811-1825<br>(Commission<br>File Number) | 16-0961359<br>IRS Employer Identification<br>Number) |
|---|---|--|

2200 Rand Building  
Buffalo, New York 14203  
(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (716) 853-0802

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ITEM 7.01 REGULATION FD DISCLOSURE

In accordance with interim guidance of the Securities and Exchange Commission, this disclosure pursuant to Item 12 of Form 8-K is made under Item 9.

On April 28, 2005, Rand Capital Corporation issued a press release announcing its net asset value for the quarter ended March 31, 2005. The text of the press release is included as an exhibit to this Form 8-K. Pursuant to the rules and regulations of the Securities and Exchange Commission, such exhibit and the information set forth therein and herein is deemed to be furnished and shall not be deemed to be filed.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

- (a) Not Applicable
- (b) Not Applicable
- (c) Exhibits

| Exhibit No. | Description                        |
|-------------|------------------------------------|
| 99.1        | Press release dated April 28, 2005 |

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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.

Date: April 28, 2005

Rand Capital Corporation

BY: /s/ Daniel P. Penberthy

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Daniel P. Penberthy  
Executive Vice President/Chief  
Financial Officer

EXHIBIT INDEX

| Exhibit No.   | Description                                 |
|---------------|---|
| -----<br>99.1 | -----<br>Press release dated April 28, 2005 |