

Edgar Filing: RAND CAPITAL CORP - Form 8-K

RAND CAPITAL CORP  
Form 8-K  
February 02, 2006

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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):  
February 2, 2006

RAND CAPITAL CORPORATION  
(Exact Name of registrant as specified in its charter)

New York	001-08205	16-0961359
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification 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

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.):

- Written communications pursuant to Rule 425 under the Securities  
Act (17CFR 230.425)
- Soliciting materials 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))

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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 2.02 of Form 8-K is  
made under Item 7.01.

On February 2, 2006, Rand Capital Corporation issued a press release  
announcing its net asset value for the quarter ended December 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

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be deemed to be filed.

Item 9.01: Financial Statements and Exhibits

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

Exhibit No.	Description
99.1	Press release dated February 2, 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.

Date: February 2, 2006

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
99.1	Press release dated February 2, 2006