

TUCOWS INC /PA/  
Form 8-K  
May 05, 2005

# SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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## 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): **May 3, 2005**

## TUCOWS INC.

(Exact Name of Registrant as Specified in Charter)

**Pennsylvania**  
(State or Other Jurisdiction  
of Incorporation)

**0-28284**  
(Commission  
File Number)

**23-2707366**  
(IRS Employer  
Identification No.)

**96 Mowat Avenue, Toronto, Ontario, Canada**  
(Address of Principal Executive Offices)

**M6K 3M1**  
(Zip Code)

Registrant's telephone number, including area code: **(416) 535-0123**

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

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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 1.01. Entry into a Material Definitive Agreement.**

On May 3, 2005, we amended the terms of the Stock Purchase Agreement, dated as of April 21, 2004, by and among us, Boardtown Corporation and the shareholders of Boardtown. The principal purpose of the Amendment was to extend the period during which the shareholders of Boardtown can satisfy the business contribution conditions as they related to the Hosted Helpdesk Service.

A copy of the May 3, 2005 amendment is included as an exhibit to this Current Report on Form 8-K.

**Item 9.01. Financial Statements and Exhibits.**

(c) *Exhibits.* The following exhibits are filed as part of this Current Report on Form 8-K:

<b>Exhibit No.</b>	<b>Exhibit</b>
10.1	Amendment to Stock Purchase Agreement dated as of May 3, 2005 by and between Tucows Inc., William Ford, Granville Barker, Grant Spradling and Justin Thornton

SIGNATURE

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.

TUCOWS INC.

Date: May 3, 2005

By: /s/ ELLIOT NOSS  
Elliot Noss  
*President and Chief Executive Officer*

**EXHIBIT INDEX**

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