

DISTRIBUTED ENERGY SYSTEMS CORP

Form 8-K

November 05, 2004

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)

November 4, 2004

Distributed Energy Systems Corp.

(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction

of Incorporation)

000-50453
(Commission

File Number)

20-0177690
(IRS Employer

Identification No.)

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10 Technology Drive, Wallingford, Connecticut
(Address of principal executive offices)

06492
(Zip Code)

Registrant's telephone number, including area code

(203) 678-2000

Not Applicable

(Former name or former address, 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:

- .. 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))
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Item 2.02 Results of Operations and Financial Condition

The information contained in this report and the Exhibit attached hereto, shall not be deemed filed for any purpose, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Securities Exchange Act of 1934, regardless of any general incorporation language in such filing.

On November 4, 2004, Distributed Energy Systems Corp., issued a press release describing its results of operations for its fiscal quarter and nine months ended September 30, 2004. A copy of the press release is attached as Exhibit 99.1 to this current report.

Item 9.01 Financial Statements and Exhibits

The following exhibits are filed with this report:

<u>Exhibit Number</u>	<u>Description</u>
99.1	Registrant's Press Release dated November 4, 2004 (<i>furnished herewith</i>)

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.

Distributed Energy Systems Corp.
(Registrant)

Date: November 4, 2004

/s/ JOHN A. GLIDDEN

John A. Glidden
Vice President Finance

EXHIBIT INDEX

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