

NANOPHASE TECHNOLOGIES CORPORATION  
Form 8-K  
March 09, 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): March 3, 2006**

**NANOPHASE TECHNOLOGIES CORPORATION**

**(Exact Name of Registrant as Specified in its Charter)**

**Commission File Number: 0-22333**

**Delaware**  
**(State or Other Jurisdiction of**  
**Incorporation or Organization)**

**36-3687863**  
**(I.R.S. Employer**  
**Identification No.)**

**1319 Marquette Drive, Romeoville, Illinois 60446**

**(Address of Principal Executive Offices, Including Zip Code)**

**(630) 771-6700**

**(Registrant's Telephone Number, Including Area Code)**

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(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(17CFR240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act(17CFR240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act(17CFR240.13e-4(c))

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Items to be Included in this Report

**Item 1.01. Entry into a Material Definitive Agreement**

On March 3, 2006, Nanophase Technologies Corporation (the Company ) entered into a Supply Agreement (the Agreement ) with Roche Diagnostics GmbH ( RDG ) pursuant to which the Company will supply certain nanoparticles for a medical diagnostics application through 2014. A copy of the Agreement is being filed as Exhibit 99.1 to this Form 8-K.

**Item 2.02. Results of Operations and Financial Condition**

On March 9, 2006, the Corporation issued a press release announcing financial results for the annual fiscal period ended December 31, 2005. A copy of the press release is being furnished as Exhibit 99.2 to this Form 8-K.

**Item 9.01. Financial Statements and Exhibits**

Exhibit 99.1 Supply Agreement dated March 3, 2006 between Roche Diagnostics GmbH and Nanophase Technologies Corporation\*  
Exhibit 99.2 Press Release dated March 9, 2006

\* Confidentiality requested. Confidential portions have been omitted and filed separately with the Commission as required by Rule 24b-2.

**Signature(s)**

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.

Nanophase Technologies Corporation

Date: March 9, 2006

By: /s/ JOSEPH CROSS  
JOSEPH CROSS

Chief Executive Officer