

WINLAND ELECTRONICS INC

Form 8-K

August 18, 2004

Table of Contents

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 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): **August 18, 2004**

**WINLAND ELECTRONICS,
INC.**

(Exact name of registrant as
specified in its charter)

Minnesota

(State or Other Jurisdiction of
Incorporation)

1-15637

41-0992135

(Commission File Number)

(IRS Employer
Identification No.)

**1950 Excel Drive
Mankato, Minnesota 56001**

(Address of Principal Executive
Offices) (Zip Code)

(507) 625-7231

(Registrant's telephone number,
including area code)

Not Applicable

(Former Name or Former Address,
if changed since last report)

TABLE OF CONTENTS

Item 7. Financial Statements and Exhibits.

Item 12. Disclosure of Results of Operations and Financial Condition.

SIGNATURE

Letter to Shareholders

Table of Contents

Item 7. Financial Statements and Exhibits.

- (a) Financial statements: None.
- (b) Pro forma financial information: None.
- (c) Exhibits:
 - 99.1 Letter to Shareholders

Item 12. Disclosure of Results of Operations and Financial Condition.

On August 18, 2004, Winland Electronics, Inc. sent a letter to shareholders with respect to 2004 second quarter results. The full text of the letter to shareholders is set forth in Exhibit 99.1 attached hereto and is incorporated in this Report as if fully set forth herein.

The information contained in this Current Report on Form 8-K and the exhibit hereto shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and shall not be incorporated by reference into any registration statement pursuant to the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing.

Table of Contents

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.

Dated: August 18, 2004

WINLAND ELECTRONICS, INC.

By /s/ Lorin E. Krueger
Lorin E. Krueger
President and Chief Executive Officer

3

Table of Contents

**SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

**WINLAND ELECTRONICS, INC.
EXHIBIT INDEX TO FORM 8-K**

Date of Report:
August 18, 2004

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WINLAND ELECTRONICS, INC.

EXHIBIT NO.

ITEM

99.1

Letter to Shareholders

4