

DIGI INTERNATIONAL INC

Form 8-K

July 15, 2004

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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) July 15, 2004

Digi International Inc.

(Exact name of Registrant as specified in its charter)

Delaware

0-17972

41-1532464

(State or other jurisdiction
of incorporation)

(Commission File Number)

(IRS Employer
Identification No.)

**11001 Bren Road East
Minnetonka, Minnesota**

55343

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code (952) 912-3444

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Item 7. Exhibits.

Item 12. Results of Operations and Financial Condition.

SIGNATURES

EXHIBIT INDEX

Press Release

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Item 7. Exhibits. The following Exhibit is being furnished herewith:

99 Press Release dated July 15, 2004.

Item 12. Results of Operations and Financial Condition.

On July 15, 2004, Digi International Inc. (the Company) reported its financial results for its fiscal quarter ended June 30, 2004. See the Company s press release dated July 15, 2004, which is furnished as Exhibit 99 and incorporated by reference in this Current Report on Form 8-K.

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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, thereunto duly authorized.

DIGI INTERNATIONAL INC.

Date: July 15, 2004

By /s/ Subramanian Krishnan
Subramanian Krishnan
Senior Vice President, Chief Financial
Officer and Treasurer

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EXHIBIT INDEX

No.	Exhibit	Manner of Filing
99	Press Release dated July 15, 2004.	Filed Electronically