

LANTRONIX INC
Form 8-K
October 19, 2006

**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)

October 19, 2006

LANTRONIX, INC.

(Exact name of registrant as specified in its charter)

DELAWARE
(State or other
jurisdiction of
incorporation)

1-16027
(Commission File
Number)

33-0362767
(IRS Employer
Identification No.)

**15353 Barranca Parkway
Irvine, California 92618**
(Address of principal executive offices, including zip code)

(949) 453-3990
(Registrant's telephone number, including area code)

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 (see General Instruction A.2. below):

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)

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r Pre-commencement communications pursuant to Rule
14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

r Pre-commencement communications pursuant to Rule
13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01 Regulation FD Disclosure.

On June 15, 2006, Lantronix, Inc. (the “Company”) issued a press release and filed a Form 8-K announcing it had entered into an agreement to sell its equity interest in Xanboo Inc. (“Xanboo”), a privately held company, for an aggregate cash consideration of \$2 million. The Company has already sold a number of its Xanboo shares for an aggregate cash consideration of \$1.3 million. On October 18, 2006, the Company reached a final agreement for the sale of the remaining 13,244 shares for an aggregate cash consideration of \$700,000.

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.

Date: October 19, 2006

LANTRONIX, INC.,
a Delaware corporation

By: /s/ Marc Nussbaum

Marc Nussbaum
President and Chief Executive Officer