

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

(b) On June 22, 2009, Eric A. Rose, M.D., a member of the Board of Directors of Nephros, Inc., notified the Company that he resigned as a member of the Board of Directors effective immediately.

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.

Nephros, Inc.

Dated: June 24, 2009

By: /s/ Gerald J. Kochanski
Gerald J. Kochanski
Chief Financial Officer
