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NEPHROS INC  
Form 8-K  
October 19, 2005

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) October 19, 2005  
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Nephros, Inc.  
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(Exact Name of Registrant as Specified in Charter)

Commission File Number: 001-32288  
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Delaware  
(State or other Jurisdiction of  
Incorporation)

13-3971809  
(I.R.S. Employer  
Identification No.)

3960 Broadway, New York, New York 10032  
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(Address of Principal Executive Offices)  
(Zip Code)

(212) 781-5113  
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(Registrant's telephone number, including area code)

Not Applicable  
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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 (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the

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Exchange Act (17 CFR 240.13e-4(c))

Item 8.01. Other Events.

On October 19, 2005, Nephros, Inc. issued a press release announcing its participation at the C.E. Unterberg Towbin Emerging Growth Life Sciences Conference. The full text of this press release is attached hereto as Exhibit 99.1. The information in this report shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liability of that Section.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

99.1 Press Release issued by Nephros, Inc. dated October 19, 2005.

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, 2005

NEPHROS, INC.

By: /s/ Marc L. Panoff

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Marc L. Panoff  
Chief Financial Officer (Principal  
Financial and Accounting Officer)