

PECO II INC  
Form 8-K  
August 04, 2004

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**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 4, 2004**

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**PECO II, Inc.**

(Exact name of registrant as specified in its charter)

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**Ohio**  
(State or other jurisdiction

of incorporation)

**1376 State Route 598, Galion, Ohio**  
(Address of principal executive offices)

**000-31283**  
(Commission File Number)

**34-1605456**  
(I.R.S. Employer

Identification No.)

**44833**  
(Zip Code)

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Registrant's telephone number, including area code: (419) 468-7600

(Former Name or Former Address, if Changed Since Last Report)

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Item 7. Financial Statements and Exhibits.

(c) Exhibits.

<i>Exhibit No.</i>	<i>Description</i>
99.1	Press Release, dated August 4, 2004.

Item 12. Results of Operations and Financial Conditions.

On August 4, 2004, PECO II, Inc. issued a press release relating to the Company's earnings for the second quarter of 2004. A copy of the press release is furnished as Exhibit 99.1 to the Form 8-K.

The information contained in this Form 8-K, including Exhibit 99.9 attached hereto, shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, except as shall be expressly set forth by specific reference to such filing.

The information contained in this Form 8-K contains forward-looking statements, including certain statements regarding intent, beliefs, expectations, projections, forecast and plans, which are subject to numerous assumptions, risks, and uncertainties. A number of factors described from time to time in the Company's periodic filings with the Securities and Exchange Commission could cause actual conditions, events, or results to differ from those described in the forward-looking statements. All forward-looking statements included in this Form 8-K are based on information available of the time of the report. The Company assumes no obligation to update any forward-looking statement.

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.

PECO II, Inc.

Date: August 4, 2004

By: /s/ James L. Green

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James L. Green  
President and Chief Executive Officer

EXHIBIT INDEX

<u>Exhibit</u>	<u>Description of Exhibit</u>
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