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): September 11, 2001

Winland Electronics, Inc.

(Exact Name of Registrant as Specified in its Charter)

Minnesota

(State or Other Jurisdiction of Incorporation)

0-18393 (Commission File Number)

41-0992135

(I.R.S. Employer Identification Number)

1950 Excel Drive Mankato, Minnesota 56001

(Address of Principal Executive Offices) (Zip Code)

507-625-7231

(Registrant's Telephone Number, Including Area Code)

Not Applicable (Former Name or Former Address, if Changed Since Last Report)

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Item 5. Other Events.

On or about September 11, 2001, Winland Electronics, Inc. sent a letter to its shareholders to inform them about the result of the special meeting held on August 21, 2001. The full text of the letter is set forth in Exhibit 99 attached hereto and is incorporated in this Report as if fully set forth herein.

Item 7. Financial Statements and Exhibits.

- (a) Financial statements: None.
- (b) Pro forma financial information: None.
- (c) Exhibits:

Exhibit 99 Letter to Shareholders mailed on or about September 11, 2001.

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.

Dated: September 11, 2001

WINLAND ELECTRONICS, INC.

By /s/ Lorin E. Krueger

Lorin E. Krueger

President and Chief Executive Officer

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WINLAND ELECTRONICS, INC. EXHIBIT INDEX TO FORM 8-K

Date of Report:

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EXHIBIT NO. ITEM

99 Letter to Shareholders mailed on or about September 11, 2001