CATALYST SEMICONDUCTOR INC Form 8-K May 27, 2004

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) May 27, 2004

CATALYST SEMICONDUCTOR, INC.

(Exact Name of the Registrant as Specified in Its Charter)

Delaware

_____ (State or Other Jurisdiction of Incorporation)

0-21488

77-0083129 (Commission File Number) (I.R.S. Employer Identification No.)

94089 1250 Borregas Avenue, Sunnyvale, California _____ (Zip Code) (Address of Principal Executive Offices)

(408) 542-1000

_____ (Registrant's Telephone Number, Including Area Code)

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

Item 7. Financial Statements and Exhibits. Exhibits (C)

Exhibit Description _____ _____ 99.1 Press Release of Catalyst Semiconductor, Inc. dated May 27, 2004.

Item 12. Results of Operations and Financial Condition.

1

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On May 27, 2004, Catalyst Semiconductor, Inc. issued a press release announcing its financial results for its fourth quarter and fiscal year ended April 30, 2004. A copy of the press release is furnished as Exhibit 99.1 to this Form 8-K.

The information in this Form 8-K and the exhibits attached hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be specifically set forth by specific reference in such filing.

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: May 27, 2004

CATALYST SEMICONDUCTOR, INC.

By: /s/ Gelu Voicu Gelu Voicu

President and Chief Executive Officer

By: /s/ Thomas E. Gay III Thomas E. Gay III Vice President, Finance and Administration and Chief Financial Officer

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FORM 8-K

INDEX TO EXHIBITS

Exhibit

Description

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