

NEOSE TECHNOLOGIES INC
Form 8-K
May 21, 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 21, 2004

Neose Technologies, Inc.

(Exact name of issuer as specified in charter)

DELAWARE
(State or Other Jurisdiction of
Incorporation or Organization)

0-27718
(Commission file number)

13-3549286
(I.R.S. Employer
Identification Number)

**102 Witmer Road,
Horsham, Pennsylvania 19044**
(Address of principal executive offices)

(215) 315-9000
(Registrant's telephone number, including area code)

Item 5 -Other Events.

On May 21, 2004, the Company issued a press release announcing that it has closed its previously announced registered direct offering. A copy of the press release is attached to this Current Report on Form 8-K as Exhibit 99.1 and is incorporated herein by reference.

Item 7 Financial Statements, Pro Forma Financial Information and Exhibits.

- (a) Financial Statements of Businesses Acquired: None
- (b) Pro Forma Financial Information: None
- (c) Exhibits: Reference is made to the Exhibit Index annexed hereto and made a part hereof.

Index to Exhibits

| Exhibit No. | Description |
|--------------------|----------------------------------|
| Exhibit 99.1 | Press Release dated May 21, 2004 |