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WESTELL TECHNOLOGIES INC
Form 8-K
May 18, 2005

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 12, 2005

WESTELL TECHNOLOGIES, INC.

(Exact name of registrant as specified in charter)

DELAWARE	0-27266	36-3154957
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(State of other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

750 NORTH COMMONS DRIVE, AURORA, ILLINOIS	60504
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(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code (630) 898-2500

N/A

(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 (see General Instruction A.2. below):

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

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ITEM 2.02.

RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On May 12, 2005, Westell Technologies, Inc., issued a press release setting forth its financial results for the three months and fiscal year ending March 31, 2005. A copy of the press release is attached hereto as Exhibit 99.1. On May 13, 2005, Westell Technologies, Inc., conducted an earnings call discussing its earnings for the three months and fiscal year ending March 31, 2005. A transcript of the earnings call is attached hereto as Exhibit 99.2.

The press release and transcript furnished as Exhibit 99.1 and Exhibit 99.2, respectively, contain certain non-GAAP financial measures. These non-GAAP measures are provided to enhance investors' overall understanding of the Company's current financial performance. Specifically, we believe the non-GAAP financial measures provide useful information to both management and investors by excluding certain items that may not be indicative of our core operating results. We believe these financial measures are useful to investors in understanding certain non-GAAP information used by management in its financial and operational decision-making. These measures should be considered in addition to results prepared in accordance with GAAP, and are not a substitute for, or superior to, GAAP results. The non-GAAP measures included in the attached press release have been reconciled to the nearest GAAP measure.

ITEM 9.01.

FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

99.1 Press release announcing financial results for the three months and fiscal year ending March 31, 2005.

99.2 Transcript of earnings call on May 13, 2005.

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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 thereunto duly authorized.

WESTELL TECHNOLOGIES, INC.

Date: May 18, 2005

By: /s/ Nicholas C. Hindman

Nicholas C. Hindman
Senior Vice President and
Chief Financial Officer

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