

NANOPHASE TECHNOLOGIES CORPORATION

Form 8-K

October 28, 2009

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**UNITED STATES**  
**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): October 28, 2009

**NANOPHASE TECHNOLOGIES CORPORATION**

(Exact Name of Registrant as Specified in its Charter)

Commission File Number: 0-22333

Delaware  
(State or Other Jurisdiction of

36-3687863  
(I.R.S. Employer

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**Incorporation or Organization)**

**Identification No.)**

**1319 Marquette Drive, Romeoville, Illinois 60446**

**(Address of Principal Executive Offices, Including Zip Code)**

**(630) 771-6700**

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

**(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:

- .. 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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Items to be Included in this Report

**Item 2.02. Results of Operations and Financial Condition**

On October 28, 2009, the Company issued a press release announcing financing results for the quarterly period ended September 30, 2009. A copy of the press release is being furnished as Exhibit 99.1 to this report.

**Item 9.01. Financial Statements and Exhibits**

Exhibit 99.1 Press Release dated October 28, 2009

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**Signature(s)**

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.

Nanophase Technologies Corporation

Date: October 28, 2009

By: /s/ FRANK CESARIO  
FRANK CESARIO  
Chief Financial Officer