

PROGRAMMERS PARADISE INC  
Form 8-K  
January 28, 2005

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

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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): January 27, 2005

Programmer's Paradise, Inc.  
(Exact name of Registrant as specified in its charter)

Delaware  
(State of Other Jurisdiction  
of Incorporation)

000-26408  
(Commission  
File Number)

13-3136104  
(IRS Employer  
Identification No.)

1157 Shrewsbury Avenue, Shrewsbury, New Jersey  
(Address of Principal Executive Offices)

07702  
(Zip Code)

Registrant's telephone number, including area code: (732) 389-8950

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))

Item 2.02 and Item 7.01. Results of Operations and Financial Condition and Regulation FD Disclosure

On January 27, 2005, Programmer's Paradise, Inc. (the "Company") issued a press release announcing its financial results for the fourth quarter and year ended December 31, 2004. The information contained in the press release, which is attached as Exhibit 99.1 to this report, is incorporated by reference herein and is furnished pursuant to Item 2.02, "Results of Operations and Financial Condition" and Item 7.01, "Regulation FD Disclosure."

Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

On January 27, 2005, the Company issued a press release announcing the resignation of Mr. James W. Sight from the Board of Directors of the Company effective January 26, 2005. Mr. Sight's resignation was not the result of any disagreement between Mr. Sight and the Company or its Board of Directors.

SIGNATURE

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.

PROGRAMMER'S PARADISE, INC.

Dated: January 28, 2005

By: /s/ Simon F. Nynens  
Simon F. Nynens  
Chief Financial Officer

Index to Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated January 27, 2005 announcing financial results for the fourth quarter and year ended December 31, 2004 and the resignation of Mr. James W. Sight from the Board of Directors on January 26, 2005.