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BADGER METER INC Form 8-K April 18, 2005

> 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) April 18, 2005

Badger Meter, Inc. (Exact name of Registrant as Specified in Charter)

Wisconsin1-670639-0143280(State or Other Jurisdiction
of Incorporation)(Commission File Number)(IRS Employer
Identification No.)

4545 W. Brown Deer Rd., Milwaukee, Wisconsin53223(Address of Principal Executive Offices)(Zip Code)

Registrant's telephone number, including area code: (414) 355-0400

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 Results of Operations and Financial Condition.

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On April 18, 2005, the Company issued a press release announcing its quarterly financial results for the first quarter ended March 31, 2005.

A copy of the press release issued by the Company announcing the foregoing is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

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Item 9.01 Financial Statements and Exhibits.

(a) Financial Statements of Business Acquired.

Not applicable.

(b) Pro Forma Financial Information.

Not applicable.

(c) Exhibits.

The exhibit listed in the accompanying Exhibit Index is filed as part of this Current Report on Form $8\text{-}\mathrm{K}.$

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.

BADGER METER, INC.

Date: April 18, 2005

By: /s/ Richard E. Johnson

Richard E. Johnson Senior Vice President - Finance and Treasurer Chief Financial Officer

Exhibit Index to Current Report on Form 8-K Dated April 18, 2005

Exhibit Number

Description

(99.1) Badger Meter, Inc. Press Release, dated April 18, 2005.