CHARLES & COLVARD LTD Form 8-K May 05, 2009

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

May 5, 2009 (Date of earliest event reported)

Commission file number: 0-23329

Charles & Colvard, Ltd.

 $(Exact\ name\ of\ registrant\ as\ specified\ in\ its\ charter)$

North Carolina (State or other jurisdiction of incorporation or organization) 56-1928817 (I.R.S. Employer Identification No.)

300 Perimeter Park Drive, Suite A

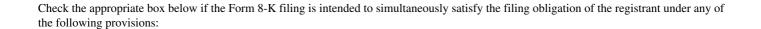
Morrisville, North Carolina 27560

(Address of principal executive offices)

(Zip code)

(919) 468-0399

(Registrant s telephone number, including area code)



- 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

On May 5, 2009, Charles & Colvard, Ltd. (the Company) issued a press release regarding its financial results for the three months ended March 31, 2009. A copy of this press release is attached as Exhibit 99.1. Management will host a conference call on Tuesday, May 5, 2009 at 4:45pm EDT to discuss the financial results as well as recent corporate developments. Details on how to participate in the conference call are included in the attached press release.

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, thereunto duly authorized.

Charles & Colvard, Ltd.

By: /s/ Neil Boss Neil Boss

Controller & Principal Financial Officer

Date: May 5, 2009