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AIR T INC Form 8-K/A July 30, 2004

SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 8-K/A (Amendment No. 1)

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) June 22, 2004

AIR T, INC. (Exact Name of Registrant as Specified in its Charter)

Delaware 0-11720 52-1206400 (State or Other Jurisdiction (Commission File Number) (I.R.S. Employer of Incorporation) Identification No.)

3524 Airport Road

Maiden, North Carolina 28650
(Address of Principal Executive Offices)

(Zip Code)

(704) 377-2109 (Registrant's Telephone Number, Including Area Code)

Explanatory Note

This Amendment No. 1 to Current Report on Form 8-K/A of Air T, Inc., amends our Current Report on Form 8-K filed on June 24, 2004 (the "Initial Report"). The Initial Report was submitted to report our announcement of our financial results for the fiscal year ended March 31, 2004 by a press release issued on June 22, 2004. In filing the Initial Report, we inadvertently omitted all components of the Initial Report other than the press release. This Amendment No. 1 restates the Initial Report to include all components that had been omitted.

- Item 7. Financial Statements and Exhibits.
 - (a) Financial Statements

Not applicable

(b) Pro Forma Financial Information

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Not applicable

(c) Exhibits

Exhibit 99.1 Press release dated June 22, 2004 announcing financial results for the fiscal year ended March 31, 2004

Item 12. Results of Operations and Financial Condition.

On June 22, 2004, we issued a press release announcing our financial results for the fiscal year ended March 31, 2004. We are submitting that press release as Exhibit 99.1 to this Amendment No. 1 on Form 8-K/A.

* *

Note: The information contained herein (including Exhibit 99.1) shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section.

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.

Date: July 29, 2004

AIR T, INC.

By: /s/John J. Gioffre John J. Gioffre, Secretary

Exhibit Index

Exhibit Description

Exhibit Press release dated June 22, 2004 announcing 99.1 financial results for the fiscal year ended March 31, 2004