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CAS MEDICAL SYSTEMS INC

Form 8-K

December 14, 2005

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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): DECEMBER 14, 2005

CAS MEDICAL SYSTEMS, INC.

(Exact name of Registrant as specified in its charter)

DELAWARE	0-13839	06-1123096
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(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

44 East Industrial Road, Branford, Connecticut 06405

(Address of principal executive offices, including zip code)

(203) 488-6056

(Registrant's telephone number, including area code)

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 (SEE General Instruction A.2. below):

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

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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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ITEM 3.01. NOTICE OF DELISTING OR FAILURE TO SATISFY A CONTINUED LISTING RULE OR STANDARD; TRANSFER OF LISTING

(d) On December 14, 2005, CAS Medical Systems, Inc. (the "Company") announced that the NASDAQ Stock Market approved the Company's application for the listing its common stock on the NASDAQ Capital Market (formerly known as the NASDAQ SmallCap Market). The Company's common stock will trade on the NASDAQ Capital Market under the symbol "CASM" beginning at the opening of the market on Thursday, December 15, 2005. The Company's common stock was previously traded on the Over-the-Counter Bulletin Board under the ticker symbol CAMY.OB. On December 14, 2005, the Company issued the press release attached hereto as Exhibit 99.1 announcing the transfer of the listing of the Company's common stock.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

(d) Exhibits - The following exhibit is filed as part of this report:

99.1 Press Release dated December 14, 2005.

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.

CAS MEDICAL SYSTEMS, INC.

Date: December 14, 2005

By: /s/ Jeffery A. Baird

Jeffery A. Baird
Chief Financial Officer
and Principal Accounting Officer