

MICROFINANCIAL INC  
Form 8-K  
February 07, 2008

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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): February 5, 2008  
MICROFINANCIAL INCORPORATED  
(Exact name of registrant as specified in its charter)  
MASSACHUSETTS  
(State or other jurisdiction of incorporation)**

1-14771

04-2962824

(Commission file number)

(IRS Employer Identification Number)

10-M Commerce Way, Woburn, MA 01801

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: 781-994-4800

N/A

(Former name or former address, if changed since last report)

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):

- 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))
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EX-99.1 Press Release dated, February 6, 2008

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Item 2.02. Results of Operations and Financial Condition.

On February 6, 2008, the Registrant announced its results of operations for the fiscal quarter and full year ended December 31, 2007. Pursuant to Form 8-K, General Instruction F, the Registrant hereby incorporates by reference the press release attached hereto as Exhibit 99.1.

Item 3.01. Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.

On February 5, 2008, the Registrant announced its intention to transfer the listing of its common stock, \$0.01 par value per share (the Common Stock ), from the American Stock Exchange to the NASDAQ Global Market. The final decision to transfer its listing was made on such date by the Registrant s President and Chief Executive Officer, acting pursuant to the delegated authority of Registrant s Board of Directors. The Registrant made this decision after careful consideration of capital market alternatives and analysis of NASDAQ s electronic market model. The Registrant has received notice from the NASDAQ Stock Market, LLC, that it has approved the listing of the Common Stock on the NASDAQ Global Market. The Registrant expects that trading of its Common Stock will cease on the American Stock Exchange, and begin on the NASDAQ Global Market, at the opening of trading on February 19, 2008. On the NASDAQ Global Market, the Common Stock will continue to trade under the symbol MFI .

Item 9.01. Financial Statements and Exhibits.

| Exhibit | Exhibit Title |
|---------|---------------|
|---------|---------------|

|              |                                      |
|--------------|--------------------------------------|
| Exhibit 99.1 | Press Release dated February 6, 2008 |
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**SIGNATURES**

Pursuant to the requirements of the Securities and Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**MICROFINANCIAL  
INCORPORATED**  
Registrant

By: /s/ James R. Jackson, Jr.  
James R. Jackson, Jr.  
Vice President and Chief Financial  
Officer

Dated: February 7, 2008