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): July 31, 2008

GIGA-TRONICS INCORPORATED

(Exact name of registrant as specified in its charter)

California (State or other jurisdiction of incorporation)

0-12719 (Commission File No.)

94-2656341 (IRS Employer Identification Number)

4650 Norris Canyon Road, San Ramon, CA (Address of principal executive offices)

94583 (Zip Code)

(925) 328-4650

(Registrant's telephone number, including area code)

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:

[]	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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Item 2.02 Results of Operations and Financial Condition.

On July 31, 2008, Giga-tronics Incorporated announced its first quarter fiscal year 2009 results. A copy of the press release is attached as Exhibit 99.1 to this Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

The list of exhibits called for by this Item is incorporated by reference to the exhibit index to this report.

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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.

GIGA-TRONICS INCORPORATED

Date: August 1, 2008

By: /s/ Patrick J. Lawlor

Patrick J. Lawlor

VP Finance, Chief Financial Officer and Secretary

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EXHIBIT INDEX

Exhibit No. Description

99.1 Press Release dated July 31, 2008