

DISTRIBUTED ENERGY SYSTEMS CORP  
Form 8-K  
August 03, 2006

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

Pursuant to Section 13 OR 15(d) of

The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) August 3, 2006 (August 2, 2006)

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**Distributed Energy Systems Corp.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
  
of incorporation)

**000-50453**  
(Commission File Number)

**20-0177690**  
(IRS Employer  
  
Identification No.)

**10 Technology Drive, Wallingford, Connecticut**  
(Address of principal executive offices)

**06492**  
(Zip Code)

Registrant's telephone number, including area code (203) 678 - 2000

Not Applicable

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

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## Edgar Filing: DISTRIBUTED ENERGY SYSTEMS CORP - Form 8-K

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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**Section 2 Financial Information**

**Item 2.02 Results of Operations and Financial Condition**

On August 2, 2006, Distributed Energy Systems Corp., issued a press release describing its results of operations for its fiscal quarter ended June 30, 2006. A copy of the press release is attached as Exhibit 99.1 to this current report.

The information in this Item 2.02 (including Exhibits 99.1) shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the Exchange Act ) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such a filing.

**Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.**

On August 2, 2006, Robert B. Nieszczezewski was appointed interim principal financial officer and principal accounting officer of Distributed Energy Systems Corp. Robert B. Nieszczezewski, 39, has served as Corporate Controller of Distributed Energy Systems Corp. since December 2003. From February 2001 to December 2003 Mr. Nieszczezewski served as Controller of Proton Energy Systems Inc. From 1993 to 2001 Mr. Nieszczezewski held various financial positions of increasing responsibility, including Corporate Controller, for Konica Business Technologies, Inc. Mr. Nieszczezewski, a Certified Public Accountant, holds a Masters degree in Financial Management and a BS in Accounting.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

The following exhibits relating to Item 2.02 shall be deemed to be furnished, and not filed:

99.1 Press release issued by the company on August 2, 2006

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.

Date: August 3, 2006

**Distributed Energy Systems Corp.**  
(Registrant)

*/s/ Ambrose L. Schwallie*  
Ambrose L. Schwallie  
Principal executive officer