

ANDERSEN GROUP INC  
Form 8-K  
July 24, 2003

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**SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 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 23, 2002**

**Andersen Group, Inc.  
(Exact Name of Registrant as Specified in Charter)**

Delaware

0-1460

06-0659863

(State or Other Jurisdiction of Incorporation)

(Commission File  
Number)

(IRS Employer Identification No.)

405 Park Avenue, Suite 1202

10022

New York, New York

(Address of Principal Executive Offices)

(Zip Code)

(212) 826-8942

Registrants telephone number, including area code

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**Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.**

(c) Exhibits

The exhibit listed below is being furnished with this Form 8-K.

| Exhibit Number | Description |
|----------------|-------------|
|----------------|-------------|

99.1

Press Release dated July 23, 2003.

Item 9. Regulation FD Disclosure. (The following discussion is furnished under "Item 12. Results of Operations and Financial Condition").

On July 23, 2003 Andersen Group, Inc. (the "Company") announced via press release that it had received notification from The Nasdaq staff indicating that the Company has evidenced compliance with the market value of publicly held shares requirement, and that the proceedings relating to the de-listing of the Company's securities have been withdrawn.

**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.

Andersen Group, Inc.  
(Registrant)

Date: July 23, 2003

/s/ Andrew M. O'Shea

Name: Andrew M. O'Shea  
Title: Chief Financial Officer