

SIGMA DESIGNS INC  
Form 8-K  
March 21, 2007

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**March 21, 2007**  
Date of Report (date of earliest event reported)

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**Sigma Designs, Inc.**  
(Exact name of registrant as specified in its charter)

**California**  
(State or other jurisdiction of  
incorporation or organization)

**000-15116**  
(Commission File Number)

**94-2848099**  
(I.R.S. Employer  
Identification Number)

**1221 California Circle**  
**Milpitas, California 95035**  
(Address of principal executive offices)

**(408) 262-9003**  
(Registrant's telephone number, including area code)

(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 obligations 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 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))



**SIGMA DESIGNS, INC.  
FORM 8-K**

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

The information contained in this Item 2.02 and in the accompanying exhibit shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Exchange Act or the Securities Act of 1933, as amended (the "Securities Act"), except as shall be expressly set forth by specific reference in such filing.

On March 21, 2007, Sigma Designs, Inc. issued a press release reporting preliminary fourth quarter results. The press release is attached as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits**

The information contained in this Item 9.01 and in the accompanying exhibit shall not be deemed filed for purposes of Section 18 of the Exchange Act or incorporated by reference in any filing under the Exchange Act or the Securities Act, except as shall be expressly set forth by specific reference in such filing.

(c)

Exhibits

**Exhibit No.**

**Description**

99.1 Press Release of Sigma Designs, Inc., dated as of March 21, 2007, entitled "Sigma Designs, Inc. Reports Fourth Quarter Results."

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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.

**SIGMA DESIGNS, INC.**

By: /s/ Mark R. Kent  
Mark R. Kent  
Chief Financial Officer and Secretary  
(Principal Financial Officer and Accounting  
Officer)

Date: March 21, 2007

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**EXHIBIT INDEX**

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
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