

IMMUCELL CORP /DE/  
Form 8-K  
February 11, 2009

**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

**Date of Report: February 11, 2009**  
**(Date of earliest event reported)**

**ImmuCell Corporation**  
**(Exact name of registrant as specified in its charter)**

**ME**

**(State or other jurisdiction  
of incorporation) 001-12934**

**(Commission File Number) 01-0382980**

**(IRS Employer  
Identification Number)**

**56 Evergreen Drive**  
**(Address of principal executive offices) 04103**

**(Zip Code)**

**207-878-2770**  
**(Registrant's telephone number, including area code)**

**Not Applicable**  
**(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))

o 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 February 11, 2009 ImmuCell Corporation (the "Company") issued a press release announcing earnings results for the three and twelve month periods ended December 31, 2008. The full text of the press release issued in connection with the announcement is attached as Exhibit 99.1 to this Current Report on Form 8-K.

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

**Item 9.01. Financial Statements and Exhibits**

**(a) Financial statements:**

None

**(b) Pro forma financial information:**

None

**(c) Shell company transactions:**

None

**(d) Exhibits**

99.1 Press Release of ImmuCell Corporation dated February 11, 2009

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**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.

Dated: February 11, 2009

**IMMUCELL CORPORATION**

By: /s/ Michael F. Brigham

Michael F. Brigham

*President and CEO*

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**Exhibit Index** **Exhibit No.** **Description** 99.1 Press Release of ImmuCell Corporation dated February 11, 2009