

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 (Date of earliest event reported): August 26, 2009

DATARAM CORPORATION

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(Exact name of registrant as specified in charter)

New Jersey                      1-8266                      22-18314-09

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State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)
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Route 571, P. O. Box 7258, Princeton, NJ		08543-7528
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(Address of principal executive offices)	(Zip Code)
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Registrant's telephone number, including area code: (609) 799-0071

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(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))

## Section 2 - Financial Information

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

On August 26, 2009 Dataram Corporation announced the results of operations for the first fiscal quarter ended July 31, 2009. A copy of this public announcement is furnished as an exhibit. Further information about the Company is available at <http://www.dataram.com>.

The information provided in the attached press release and in this report may include forward-looking statements relating to future events, such as the development of new products, the pricing and availability of raw materials, or the future financial performance of the Company. Actual results may differ from such projections and are subject to certain risks

including, without limitation, risks arising from: changes in the price of memory chips, changes in the demand for memory systems, increased competition in the memory systems industry, order cancellations, delays in developing and commercializing new products and other factors described in the Company's most recent Annual Report on Form 10-K, filed with the Securities and Exchange Commission, which can be reviewed at <http://www.sec.gov>.

Section 9 - Financial Statements and Exhibits.

Item 9.01. Exhibits.

99 Press Release dated August 26, 2009 announcing first quarter results of operations. (Furnished not filed)

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.

DATARAM CORPORATION

By: MARK MADDOCKS

Date: August 26, 2009 /s/ Mark Maddocks

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Mark Maddocks, Vice President-Finance  
and Chief Financial Officer

## PRESS RELEASE

Dataram Corporation  
Mark Maddocks  
Vice President-Finance, CFO  
609-799-0071  
info@dataram.com

### DATARAM REPORTS FISCAL 2010 FIRST QUARTER FINANCIAL RESULTS

PRINCETON, N.J. August 26, 2009 - Dataram Corporation (NASDAQ: DRAM) today reported its financial results for its fiscal first quarter ended July 31, 2009. Revenues for the first quarter were \$9,190,000, which compares to \$7,563,000 for the comparable prior year period.

John H. Freeman, Dataram's president and CEO commented, "The memory market is beginning to stabilize. There is mild upward pricing for memory which has been absent from this market for several years. The upward pricing is based on consolidation of manufacturers, reduced production by manufacturers and increased demand, primarily generated by the introduction into the market of servers based on Intel's Nehalem architecture. Additionally, as we have previously reported, the Company acquired certain assets of Micro Memory Bank, Inc. ("MMB"), a privately-held corporation in the fourth quarter of our last fiscal year. MMB positions Dataram with a more comprehensive product set, new routes to market and an established customer base. Its products, personnel and reach directly support our strategy to grow our memory solutions business. Revenue growth was supported by MMB sales as well as sequential quarterly growth in our traditional server memory solutions business. The MMB business unit generated approximately \$2.9 million in revenues in the first quarter of the current fiscal year."

Mr. Freeman continued, "We recently announced plans to launch a unique storage product line that will deliver application performance improvements as well as cost savings without the need for an expensive storage upgrade or replacement. This product launch supports our corporate strategy to deliver data center solutions that optimize performance, leverage existing IT investments, and make measurable reductions in the total cost of ownership associated with these assets. Over the past 15 months, the Company has made significant investments in research and development, primarily associated with the development of this product line. In the first quarter of the current fiscal year, we incurred approximately \$874,000 of total expense in that area which compares to approximately \$212,000 in the first quarter of last fiscal year. Early customer evaluations are currently being conducted before the products are shown publicly for the first time in October. Customer feedback has been very positive based on significant improvement in application performance and an immediate, positive return on investment."

The Company incurred a net loss for the first quarter of the current fiscal year of \$978,000, or \$0.11 per diluted share, which compares to a net loss of \$606,000, or \$0.07 per diluted share for the comparable prior year period. Last fiscal year's first quarter net loss included a charge to selling, general and administrative expense of approximately \$716,000 related to a retirement agreement entered into with the Company's former chief executive officer.

Mr. Freeman concluded, "Our financial condition remains strong. Our current ratio is 5.4 and our tangible book value is \$2.13 per share. I look forward to reporting on our progress next quarter."

#### ABOUT DATARAM CORPORATION

Dataram is a worldwide leader in the design and manufacture of high capacity, reliable and innovative memory solutions. With over 40 years of experience, Dataram provides customized memory solutions for OEMs and compatible memory for leading brands including HP, Dell, IBM, Sun Microsystems and Intel and AMD motherboard based servers. For more information about Dataram, visit [www.dataram.com](http://www.dataram.com)

The information provided in this press release may include forward-looking statements relating to future events, such as the development of new products, pricing and availability of raw materials or the future financial performance of the Company. Actual results may differ from such projections

and are subject to certain risks including, without limitation, risks arising from: changes in the price of memory chips, changes in the demand for memory systems, increased competition in the memory systems industry, order cancellations, delays in developing and commercializing new products and other factors described in the Company's most recent Annual Report on Form 10-K, filed with the Securities and Exchange Commission, which can be reviewed at <http://www.sec.gov>.

Financial Tables Follow

DATARAM CORPORATION  
CONSOLIDATED STATEMENTS OF OPERATIONS  
(In thousands, except per share amounts)  
(Unaudited)

First Quarter Ended July 31

	2009	2008
Revenues	\$ 9,190	\$ 7,563
Costs and expenses:		
Cost of sales	6,655	4,936
Engineering	253	332
Research and development	874	212
Selling, general and administrative	2,728	3,057
Stock-based compensation expense*	156	126
Intangible asset amortization	164	-
	10,830	8,663
Loss from operations	(1,640)	(1,100)
Other income	34	109

Loss before income taxes	(1,606)	(991)
Income tax benefit	(628)	(385)
Net loss	<u>\$ (978)</u>	<u>\$ (606)</u>
Net loss per share:		
Basic	<u>\$ (.11)</u>	<u>\$ (.07)</u>
Diluted	<u>\$ (.11)</u>	<u>\$ (.07)</u>
Weighted average number of shares outstanding:		
Basic	<u>8,869</u>	<u>8,869</u>
Diluted	<u>8,869</u>	<u>8,869</u>

\*Stock-based compensation expense is recorded as a component of selling, general and administrative expenses in the Company's financial statements filed with the Securities and Exchange Commission on Form 10-Q.

DATARAM CORPORATION  
CONDENSED CONSOLIDATED BALANCE SHEETS  
(In thousands)  
(Unaudited)

July 31, 2009      April 30, 2009

ASSETS

Current assets

Cash and cash equivalents	\$ 7,272	\$ 12,525
Accounts receivable, net	5,070	3,381
Inventories	4,485	2,201
Deferred income taxes	303	300
Other current assets	255	126
Total current assets	<u>17,385</u>	<u>18,533</u>
Deferred income taxes	3,892	3,282
Property and equipment, net	1,125	1,100
Intangible assets, net	1,340	1,504
Other assets	126	136
Total assets	<u>\$ 23,868</u>	<u>\$ 24,555</u>

LIABILITIES AND STOCKHOLDER' EQUITY

Current liabilities

Accounts payable	\$ 1,726	\$ 1,386
Accrued liabilities	1,499	1,689
Total current liabilities	<u>3,225</u>	<u>3,075</u>
Accrued liabilities	381	381
Stockholders' equity	<u>20,262</u>	<u>21,099</u>
Total liabilities and stockholders' equity	<u>\$ 23,868</u>	<u>\$ 24,555</u>