

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 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): June 29, 2010

DATARAM CORPORATION

(Exact name of registrant as specified in charter)

New Jersey 1-8266 22-18314-09

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

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (609) 799-0071

(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 June 29, 2010 Dataram Corporation announced the results of
operations for the fourth fiscal quarter and fiscal year ended April 30,
2010. 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 June 29, 2010 announcing fourth quarter and fiscal year 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: June 29, 2010 /s/ Mark Maddocks

Mark Maddocks, Vice President-Finance
and Chief Financial Officer

PRESS RELEASE

Dataram Contact:

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Vice President-Finance, CFO
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DATARAM REPORTS FISCAL 2010 FOURTH QUARTER FINANCIAL RESULTS

PRINCETON, N.J. July 29, 2010 - Dataram Corporation (NASDAQ: DRAM) today reported its financial results for its fiscal fourth quarter and year ended April 30, 2010. Revenues for the fourth quarter were \$11.9 million, which compares to \$5.6 million for the comparable prior year period. Revenues for the fiscal year totaled \$44.0 million, which compares to \$25.9 million for the comparable prior fiscal year. The Company's Micro Memory Bank business unit, which was acquired in the fourth quarter of the prior fiscal year, generated approximately \$3.9 million and \$14.0 million in revenues, respectively, in the fourth quarter and current fiscal year versus \$0.9 million in the comparable prior year periods.

John H. Freeman, Dataram's president and CEO commented, "Our memory solutions business continued to perform well in our fiscal fourth quarter. The implementation of our sales and marketing strategy coupled with the gradual economic recovery is having a positive effect on demand for our products and our memory business continues to be cash profitable. One of the growth initiatives I previously announced is to strengthen and increase business and relationships with our channel partners. I am pleased to report we more than doubled our business with strategic partners in fiscal 2010. I am confident this initiative and others we have implemented will further drive profitable growth in our memory business."

Mr. Freeman continued, "The development of our XcelaSAN product line continues to progress. XcelaSAN is a unique intelligent Storage Area Network (SAN) optimization solution that delivers substantive application performance improvement to applications such as Oracle, SQL and VMware. XcelaSAN augments existing storage systems by transparently applying intelligent caching algorithms that serve the most active block-level data from high-speed storage, creating an intelligent, virtual solid state SAN. This breakthrough solution allows organizations to dramatically increase the performance of their business-critical applications without the costly hardware upgrades or over-provisioning of storage typically found in current solutions for increased performance. In August, we plan to release enhanced features and functionality which are currently in development to support sales initiatives. These changes increase the products ease of use, ease of installation and interoperability. High Availability systems are expected to be available for sale in December. We anticipate that our enhancements and the shipment of high availability systems will accelerate product sales and broaden market adoption. We have made and are continuing to make significant investments in research and development in XcelaSAN. In part, this investment is being used to develop and implement client recommendations based on their actual test experiences. We will require additional financial resources to complete development of these enhancements. To that end, we have entered into an agreement with a financial institution for secured debt financing of up to \$5.0 million. We have also entered into an agreement with a vendor to consign up \$3.0 million of certain inventory into our manufacturing facilities. This will allow us to substantially reduce our inventory carrying requirements while still maintaining our ability to service our customers. We expect that these two agreements will generate sufficient additional liquidity for us to meet our operating plans for fiscal 2011."

The Company incurred a net loss for the fourth quarter and fiscal year of \$1,611,000, or \$0.18 per share and \$10,743,000, or \$1.21 per share, respectively. This compares to net loss of \$1,112,000, or \$0.13 per share and \$3,135,000, or \$0.35 per share for the comparable prior year

periods. The current fiscal year's net loss includes a valuation allowance placed on the Company's deferred tax assets totaling \$3,611,000, or \$0.41 per share.

Mr. Freeman concluded, "Our acquisition of MMB one year ago has exceeded our expectations and the turnaround of our memory solutions business is on track. Our memory solutions business is generating positive cash flow and growing. Our outlook for XcelaSAN is very robust, particularly as we move into High Availability systems later this year. We expect that the enhancements under development will further strengthen our value proposition and sales."

ABOUT DATARAM CORPORATION

Founded in 1967, Dataram is a worldwide leader in the manufacture of high-quality computer memory, storage and software products. Our products and services deliver IT infrastructure optimization, dramatically increase application performance and deliver substantial cost savings. Dataram solutions are deployed in 70 Fortune 100 companies and in mission-critical government and defense applications around the world. For more information about Dataram, visit 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 AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF OPERATIONS
(In thousands, except per share amounts)
(Unaudited)

	Fourth Quarter Ended		Fiscal Year Ended	
	April 30		April 30	
	2010	2009	2010	2009
Revenues	\$ 11,873	\$ 5,639	\$ 44,020	\$ 25,897
Costs and expenses:				
Cost of sales	8,918	3,952	32,408	17,443
Engineering and development	265	287	997	1,219
Research and development	877	490	4,265	1,531
Selling, general and administrative	2,959	2,548	11,810	10,477
Stock-based compensation expense*	192	138	918	532
Intangible asset amortization expense	145	55	637	55
	<u>13,356</u>	<u>7,470</u>	<u>51,035</u>	<u>31,257</u>
Loss from operations	(1,483)	(1,831)	(7,015)	(5,360)
Other income (expense)	(128)	7	(117)	223

Loss before income taxes	(1,611)	(1,824)	(7,132)	(5,137)
Income tax provision (benefit)	0	(712)	3,611	(2,002)
Net loss	\$ (1,611)	\$ (1,112)	\$ (10,743)	\$ (3,135)
Net loss per share:				
Basic	\$ (0.18)	\$ (0.13)	\$ (1.21)	\$ (0.35)
Diluted	\$ (0.18)	\$ (0.13)	\$ (1.21)	\$ (0.35)
Weighted average number of shares outstanding:				
Basic	8,918	8,869	8,891	8,869
Diluted	8,918	8,869	8,891	8,869

*Items are 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-K.

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

April 30, 2010 April 30, 2009

ASSETS

Current assets

Cash and cash equivalents	\$ 2,507	\$ 12,525
Accounts receivable, net	5,344	3,381
Inventories	6,872	2,201
Deferred income taxes	0	300
Other current assets	87	126
Total current assets	14,810	18,533
Deferred income taxes	0	3,282
Property and equipment, net	1,117	1,100
Other assets	105	136
Intangible assets, net	867	1,504
Goodwill	754	0
Total assets	\$ 17,653	\$ 24,555

LIABILITIES AND STOCKHOLDERS'

EQUITY

Current liabilities

Accounts payable	\$ 3,523	\$ 1,386
Accrued liabilities	1,738	2,070
Short term debt	1,000	0
Total current liabilities	6,261	3,456
Stockholders' equity	11,392	21,099
Total liabilities and stockholders' equity	\$ 17,653	\$ 24,555

