

ASTRO MED INC /NEW/

FORM 8-K (Unscheduled Material Events)

Filed 6/15/2005 For Period Ending 6/9/2005

| | |
|-------------|---|
| Address | 600 E GREENWICH AVE WEST WARWICK, Rhode Island 02893 |
| Telephone | 401-828-4000 |
| CIK | 0000008146 |
| Industry | Computer Peripherals |
| Sector | Technology |
| Fiscal Year | 01/31 |

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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 9, 2005

ASTRO-MED, INC
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

COMMISSION FILE NUMBER 0-13200

RHODE ISLAND
(STATE OR OTHER JURISDICTION OF
INCORPORATION OR ORGANIZATION)

05-0318215
(IRS EMPLOYER IDENTIFICATION
NUMBER)

600 EAST GREENWICH AVENUE, WEST WARWICK, RI 02893
(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES, INCLUDING ZIP CODE)

(401-828-4000)
(REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE)

ITEM 4.01. CHANGES IN REGISTRANT'S CERTIFYING ACCOUNTANT.

- (a) On June 9, 2005, the Audit Committee of the Board of Directors of Astro-Med, Inc. (the Company) dismissed the Company's independent auditors, Ernst & Young LLP (EY). A copy of the letter of dismissal dated June 9, 2005 (the "Dismissal Letter") is attached hereto as Exhibit 99.1 and incorporated herein by reference.

During the two most recent fiscal years of the Company ended January 31, 2005 and 2004, and the subsequent interim period through April 30, 2005, there were no disagreements between the Company and EY on any matters of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which disagreements, if not resolved to EY's satisfaction, would have caused EY to make reference to the subject matter of the disagreement in connection with its reports; and there were no

INDEX TO EXHIBITS

| Exhibit No. ----- | Exhibit ----- |
|----------------------|---|
| 99.1 | Letter of Dismissal to Ernst & Young LLP dated June 9, 2005 |
| 99.2 | Letter of Ernst & Young LLP to the Securities and Exchange Commission dated June 10, 20 |

Exhibit 99.1

June 9, 2005

Mr. Mark Tyrrell
Ernst & Young LLP
Registered Public Accounting Firm
40 Westminster Street
Providence, RI 02903

Dear Mr. Tyrrell:

This letter is to serve as notice to Ernst & Young LLP that the Audit Committee of the Board of Directors of Astro-Med, Inc. and its Subsidiaries (collectively the "Company") has chosen to dismiss your Firm as principal accountants for the Company. We have enclosed a copy of Form 8-K that we expect to file with the Securities and Exchange Commission (the "SEC") by June 14, 2005 with respect to the Audit Committee's decision. Please review this Form 8-K and provide us a copy of your response letter required to be filed with the Form 8-K.

We appreciate your past service to the Company and thank you in advance for your assistance in this transition.

Should you have any questions or comments, please call me.

Sincerely,

Astro-Med, Inc.

By: /s/ Joseph P. O'Connell

Its: Chief Financial Officer

June 10, 2005

Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549

Gentlemen:

We have read Item 4.01 of Form 8-K dated June 9, 2005, of Astro-Med, Inc and are in agreement with the statements contained in the first, second, third and fifth paragraphs under section (a) of Item 4.01. We have no basis to agree or disagree with other statements of the registrant contained therein.

/s/Ernst & Young LLP

End of Filing

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