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SONEX RESEARCH INC
Form 8-K
March 13, 2006

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): March 13, 2006

SONEX RESEARCH, INC.

(Exact name of registrant as specified in Charter)

Maryland
(State or other
jurisdiction of
incorporation)

000-14465
(Commision file
number)

52-1188993
(IRS employer
identification no.)

23 Hudson Street, Annapolis, MD 21401
(Address of principal executive offices)

(410) 266-5556
(Registrant's telephone number, including area code)

N/A

(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 (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))

ITEM 8.01 - OTHER EVENTS

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On March 13, 2006, the Registrant issued the following announcement over the newswire and posted it on its website (www.sonexresearch.com):

SONEX RECEIVES \$235,000 FOLLOW-ON PROJECT FOR UAV HEAVY FUEL ENGINE DESIGN

ANNAPOLIS, MARYLAND, March 13, 2006 - SONEX RESEARCH, INC. (OTC SONX), a leader in the field of combustion technology, announced that it has been awarded a follow-on project worth approximately \$235,000 to continue development and pre-production qualification of a heavy fuel engine (HFE) conversion process for a small, commercially available, gasoline engine to start and operate on standard military kerosene-based fuels (also referred to as "heavy fuels") for planned use in a production unmanned aerial vehicle (UAV).

In October 2005 Sonex entered into an agreement with an unnamed customer worth approximately \$113,000 to develop a combustion system to convert this two-stroke, spark-ignited (SI) gasoline engine to heavy fuel operation based on the patented Sonex Combustion System (SCS) modified combustion chamber design and proprietary starting system for two-stroke SI engines. This Phase 2 follow-on award resulted from the successful demonstration to the customer in February 2006 of a "Proof of Concept" SCS HFE prototype operating on JP-5 heavy fuel. In Phase 2 Sonex will use its best efforts to develop, fabricate and qualify pre-production, flight ready engines.

If Phase 2 is successful, additional contemplated phases are for SCS HFE flight certification testing and production introduction. The agreement between the companies grants the customer sole use rights to the SCS HFE conversion design for this model engine, tied to a potential production supply agreement with Sonex, and return of the design rights to Sonex under certain conditions in the event the parties do not enter into a production supply agreement.

The Department of Defense (DoD) now requires engines used in UAVs and other military applications for which gasoline storage and use are undesirable, to operate on less volatile, heavy fuels to reduce the hazard associated with gasoline. In recent years, most of the Company's revenue has been derived from development and demonstration contracts issued by DoD activities or DoD contractors for SCS HFE conversion. In January 2006 Sonex announced a \$272,700 contract with a large international defense contractor to develop an SCS HFE design to convert another small gasoline engine to start and operate on heavy fuels for potential use in a military UAV.

Contact: George E. Ponticas, CFO, Sonex Research, Inc., tel: 410-266-5556, email: george.ponticas@sonex-na.com, website: www.sonexresearch.com.

About Sonex

Sonex Research, Inc., a leader in the field of combustion technology, is developing its patented Sonex Combustion System (SCS) piston-based technology for in-cylinder control of ignition and combustion, designed to increase fuel mileage and reduce emissions of internal combustion engines. Sonex plans to complete development, commercialize and market its Sonex Controlled Auto Ignition (SCAI) combustion process to the automotive industry to improve fuel efficiency of gasoline powered vehicles. Additionally, independent third-party testing has confirmed the potential of the SCS application for direct-injected diesel engines to significantly reduce harmful soot in-cylinder without increasing fuel consumption. Other SCS designs are being used to convert gasoline engines of various sizes to operate on safer, diesel-type "heavy fuels" for use in military and commercial applications requiring light weight and safe handling and storage of fuel, such as in UAVs (unmanned aerial vehicles).

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CAUTION REGARDING FORWARD-LOOKING STATEMENTS

"Forward-looking" statements contained in this report, as well as all publicly disseminated material about the Company, are made pursuant to the "safe harbor" provisions of the Private Securities Litigation Act. Such statements are based on current expectations, estimates, projections and assumptions by management with respect to matters such as commercial acceptance of the SCS technology, the impact of competition, and the Company's financial condition or results of operations. Readers are cautioned that such statements are not guarantees of future performance and involve risks and uncertainties that could cause actual results to differ materially from those expressed in any such forward-looking statements.

Additional information regarding the risks faced by Sonex is provided in the Company's periodic filings with the Securities and Exchange Commission (SEC) under the heading "Risk Factors". Such filings are available upon request from the Company or online in the SEC's EDGAR database at www.sec.gov. The Company, however, is delinquent in its filings with the SEC. It has not filed its Annual Reports on Form 10-KSB for the years ended December 31, 2004 and 2005 because it lacks the financial resources to engage its independent accountants to conduct audits of the December 31, 2004 and 2005 financial statements, and because it lacks the staffing to prepare the Form 10-KSB itself due in large part to the amount of time management has spent in responding to litigation. For the same reasons, the Company has been unable to file its Quarterly Reports on Form 10-QSB for March 31, 2005, June 30, 2005 and September 30, 2005. The Company is unable to predict when it will be able to make these filings and there can be no assurance that the filings will be made at all. In addition, there can be no assurance that a public market for the Company's Common Stock will continue to exist.

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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.

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SONEX RESEARCH, INC.
Registrant

/s/ George E. Ponticas

George E. Ponticas
Chief Financial Officer and Secretary